

Williams Analyst Day

.....

May 22, 2012



We make energy happen.™



We make energy happen.™

Williams Analyst Day

May 22, 2012

New York City

© 2012 The Williams Companies, Inc. All rights reserved.



We make energy happen.™

Agenda

Continental Breakfast

- > Welcome and Introductions.....John Porter
- > CEO Perspective.....Alan Armstrong
- > WPZ – Gas Pipeline Frank Ferazzi, Allison Bridges
- > WMB/WPZ – Midstream Business Overview Rory Miller
 - WPZ – Midstream – Gulf Coast Brian Perilloux
 - WPZ – Midstream – Marcellus.....Frank Billings
 - WMB – Midstream Canada.....David Chappell

Lunch Break

- WMB/WPZ – Petchem and NGL Services.....Mac Hummel
- WMB/WPZ – Key Points Rory Miller
- > Financial Outlook.....Don Chappel
- > Closing Remarks.....Alan Armstrong

© 2012 The Williams Companies, Inc. All rights reserved.

Williams 2012 Analyst Day | May 22, 2012 | 2

Forward-looking statements



The reports, filings, and other public announcements of The Williams Companies, Inc. (Williams) and Williams Partners L.P. (WPZ) may contain or incorporate by reference statements that do not directly or exclusively relate to historical facts. Such statements are "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. We make these forward looking statements in reliance on the safe harbor protections provided under the Private Securities Litigation Reform Act of 1995. You typically can identify forward-looking statements by various forms of words such as "anticipates," "believes," "seeks," "could," "may," "should," "continues," "estimates," "expects," "forecasts," "intends," "might," "goals," "objectives," "targets," "planned," "potential," "projects," "scheduled," "guidance," "in service date" or other similar expressions. These forward-looking statements are based on management's beliefs and assumptions and on information currently available to management and include, among others, statements regarding:

- >Amounts and nature of future capital expenditures;
- >Expansion and growth of our business and operations;
- >Financial condition and liquidity;
- >Business strategy;
- >Cash flow from operations or results of operations;
- >The levels of dividends to Williams stockholders and of cash distribution to WPZ unitholders;
- >Seasonality of certain business segments; and
- >Natural gas, natural gas liquids, and crude oil prices and demand.

Forward-looking statements are based on numerous assumptions, uncertainties and risks that could cause future events or results to be materially different from those stated or implied in this presentation. Many of the factors that will determine these results are beyond our ability to control or predict. Specific factors that could cause actual results to differ from results contemplated by the forward-looking statements include, among others, the following:

- >Whether Williams has sufficient cash to enable it to pay current and expected levels of dividends;
- >Whether WPZ has sufficient cash from operations to enable it to pay current and expected levels of cash following establishment of cash reserves and payment of fees and expenses, including payments to WPZ's general partner;
- >Availability of supplies, market demand, volatility of prices, and the availability and cost of capital;
- >Inflation, interest rates, -- and in the case of Williams fluctuation in foreign exchange-- and general economic conditions (including future disruptions and volatility in the global credit markets and the impact of these events on our customers and suppliers);
- >The strength and financial resources of our competitors;

Forward-looking statements continued



- > Ability to acquire new businesses and assets and integrate those operations and assets into our existing businesses, as well as expand our facilities;
- > Development of alternative energy sources;
- > The impact of operational and development hazards;
- > Costs of, changes in, or the results of laws, government regulations (including safety and climate change regulation and changes in natural gas production from exploration and production areas that we serve), environmental liabilities, litigation, and rate proceedings;
- > Williams' costs and funding obligations for defined benefit pension plans and other postretirement benefit plans;
- > WPZ's allocated costs for defined benefit pension plans and other postretirement benefit plans sponsored by its affiliates;
- > Changes in maintenance and construction costs;
- > Changes in the current geopolitical situation;
- > Our exposure to the credit risk of our customers and counterparties;
- > Risks related to strategy and financing, including restrictions stemming from our debt agreements, future changes in our credit ratings and the availability and cost of credit;
- > Risks associated with future weather conditions;
- > Acts of terrorism, including cybersecurity threats and related disruptions; and
- > Additional risks described in our filings with the Securities and Exchange Commission ("SEC").

Given the uncertainties and risk factors that could cause our actual results to differ materially from those contained in any forward-looking statement, we caution investors not to unduly rely on our forward-looking statements. We disclaim any obligations to and do not intend to update the above list or to announce publicly the result of any revisions to any of the forward-looking statements to reflect future events or developments.

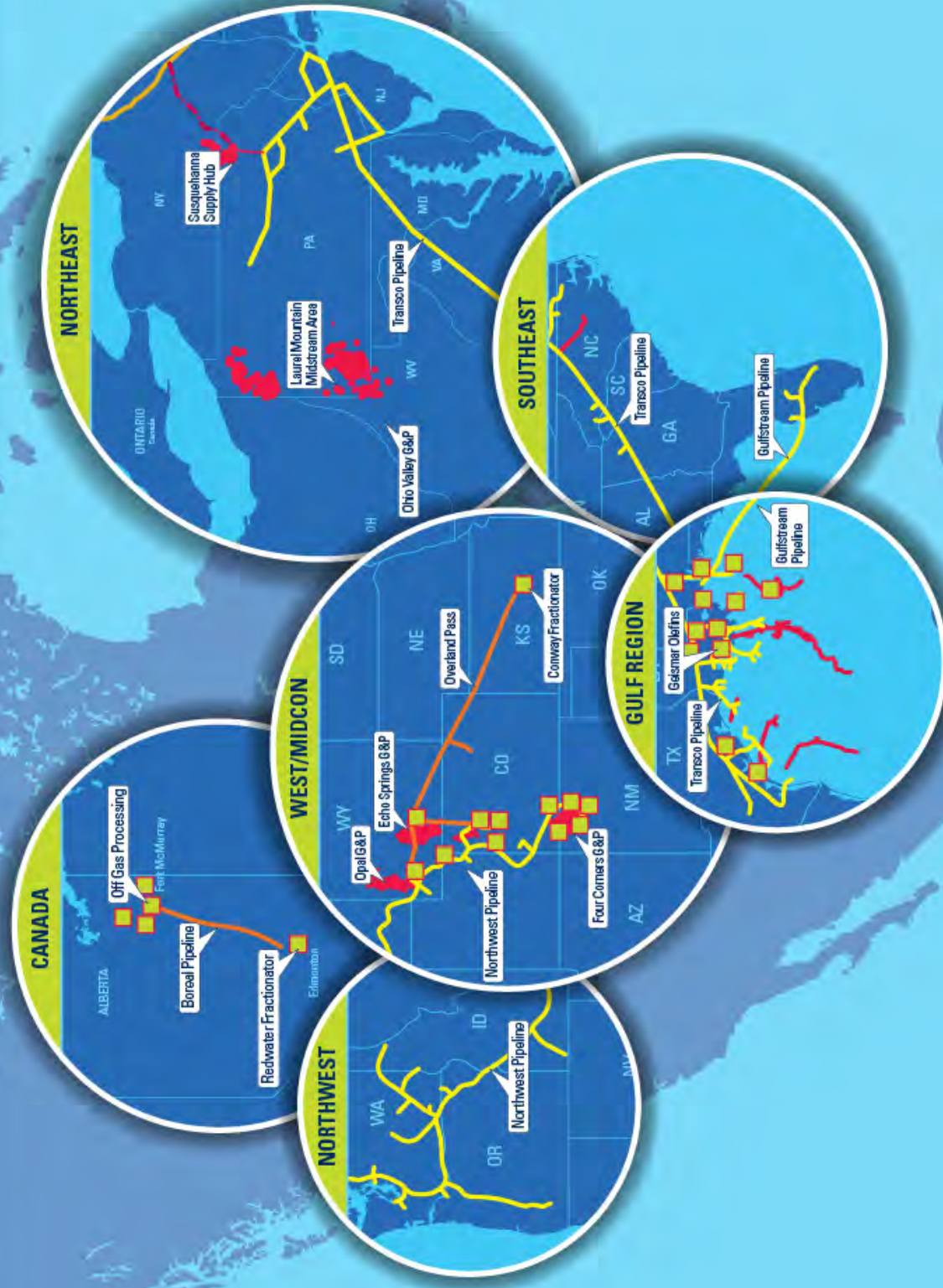
In addition to causing our actual results to differ, the factors listed above may cause our intentions to change from those statements of intention set forth in this announcement. Such changes in our intentions may also cause our results to differ. We may change our intentions, at any time and without notice, based upon changes in such factors, our assumptions, or otherwise.

With respect to WPZ, limited partner interests are inherently different from the capital stock of a corporation, although many of the business risks to which we are subject are similar to those that would be faced by a corporation engaged in a similar business.

Investors are urged to closely consider the disclosures and risk factors in Williams' annual report on Form 10-K filed with the SEC on Feb. 28, 2012, WPZ's annual report on Form 10-K filed with the SEC on Feb. 28, 2012 and each of our quarterly reports on Form 10-Q available from our offices or from our websites at www.williams.com and www.williamslp.com.

UNIQUE, LARGE-SCALE POSITIONS IN BEST MARKETS

Complete access to energy value chain





We make energy happen.™

Meeting robust infrastructure demand – connecting growing supplies to markets

Alan Armstrong, Chief Executive Officer

Williams Analyst Day
May 22, 2012

© 2012 The Williams Companies, Inc. All rights reserved.

Williams (WMB) and Williams Partners L.P. (WPZ)

Demonstrated value-creation; growth and dividend-focused future



We make energy happen.™

Value machine in recent years

- > WMB's 3-year total shareholder return of 219% is more than 3x better than S&P 500 index performance
- > WMB delivered 60% growth in full-year dividend in 2011
- > 316% 3-year total unitholder return for WPZ is more than 2x better than Alerian MLP Index performance
- > WPZ delivered 9% growth in LP distribution in 2011
- > WPX Energy spinoff

Value-creating future

- > Robust growth in all businesses
- > Dividend support 2011-2014:
 - 8%-10% growth in WPZ LP distribution
 - 31% CAGR in WMB IDRs
 - 31% CAGR in MC&O
- > Expecting \$1.20 full-year 2012 WMB dividend – up 55% vs. 2011
- > Expecting 20% annual WMB dividend growth in each 2013, 2014 – robust growth beyond
- > WPZ growth driven by fee-based projects; 83% gross margins from fee-based business in 2014

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | A - 2

Industry gets the natural gas advantage

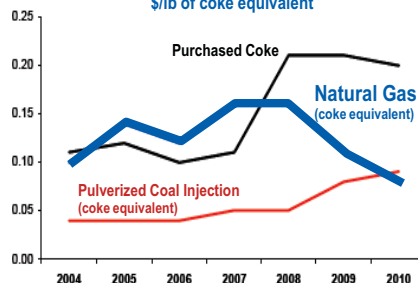


We make energy happen.™

Steel



North American Annual Fuel Cost Comparison
\$/lb of coke equivalent

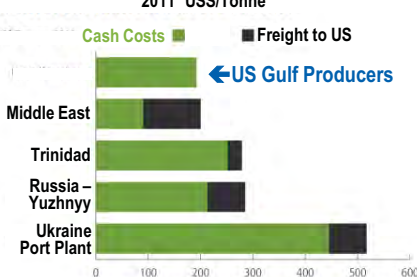


Source: US Steel

Agriculture

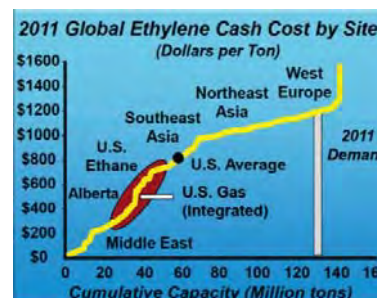


Delivered Ammonia Costs
2011* US\$/Tonne



Source: Fertecon, OMS, PotashCorp. *Forecast.

Petrochemical



Source: IHS, Gary Adams, Jan. 25, 2012, AFPM

Growth from power gen gets real; infrastructure for heating is significant



We make energy happen.™

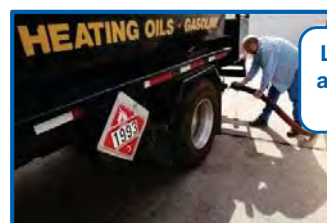
Location, supply and operationally advantaged



Transco Pipeline



Location, supply and operationally advantaged



+5 Bcf/d
30 gigawatts
within **50 miles**

+60% of
ConEd's
existing peak-day

Rich shale-gas development leads to rapidly growing NGL supplies



We make energy happen.™

Ethane

- > Captive domestic market
- > New petchem demand essential to achieving balance
- > Volatile pricing as supply and demand in close balance through 2016
- > Williams:
 - Ethane gross margin only ~4% of total gross margin in 2014
 - Geismar expansion relatively balances physical ethane supply and prices our ethane against a commodity (ethylene) exposed to global economy

Propane+

- > Very exportable
- > Modest barriers to growing incremental export capacity
- > Volatile pricing as supply and demand in close balance in front of incremental export capacity
- > Propylene shortage presents incremental demand for propane
- > Williams:
 - Propane+ gross margin only ~15% of total gross margin in 2014

Our unique large-scale positions in the best markets



We make energy happen.™





We make energy happen.™

Competitive advantages

Large-scale positions – best markets

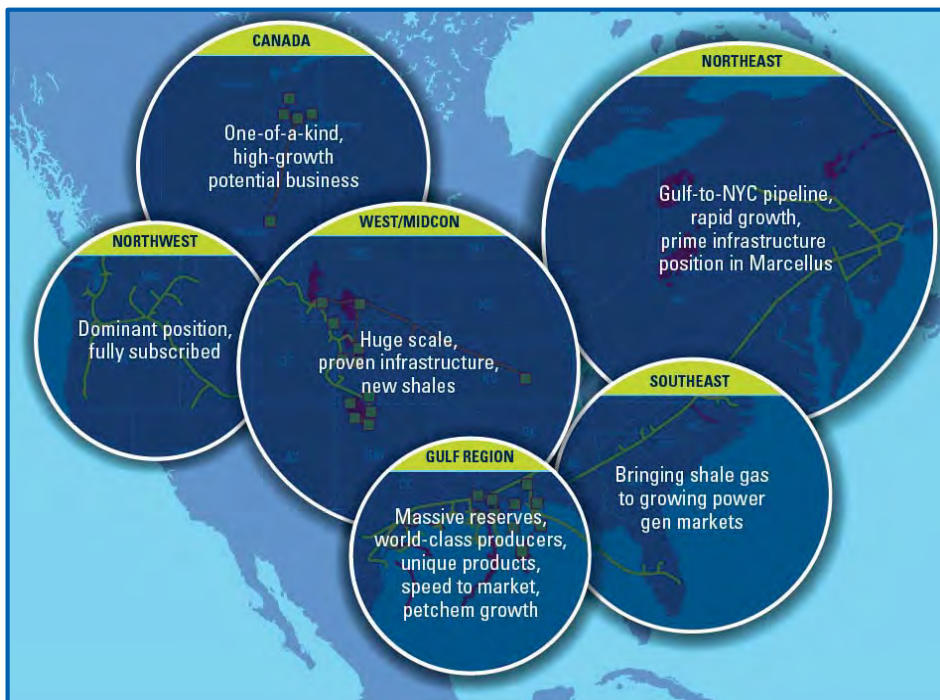
Competitive cost of capital

Extremely well positioned for market fundamentals

Valued reputation for reliable, advantaged infrastructure

Strong customer relationships

Strong management team



We make energy happen.™

Experienced management team



Randy Barnard
President of Gas Pipeline business



Frank Ferazzi
Vice President, Gas Pipeline - East



Allison Bridges
Vice President, Gas Pipeline - West



Rory Miller
President of Midstream business, including Canada and Olefins segment



Brian Perilloux
Vice President, Midstream Gulf Coast Region



Frank Billings
Vice President, Midstream Eastern Region



David Chappell
Vice President, Midstream Canada



Mac Hummel
Vice President, Olefins and NGLs



Don Chappel
Chief Financial Officer

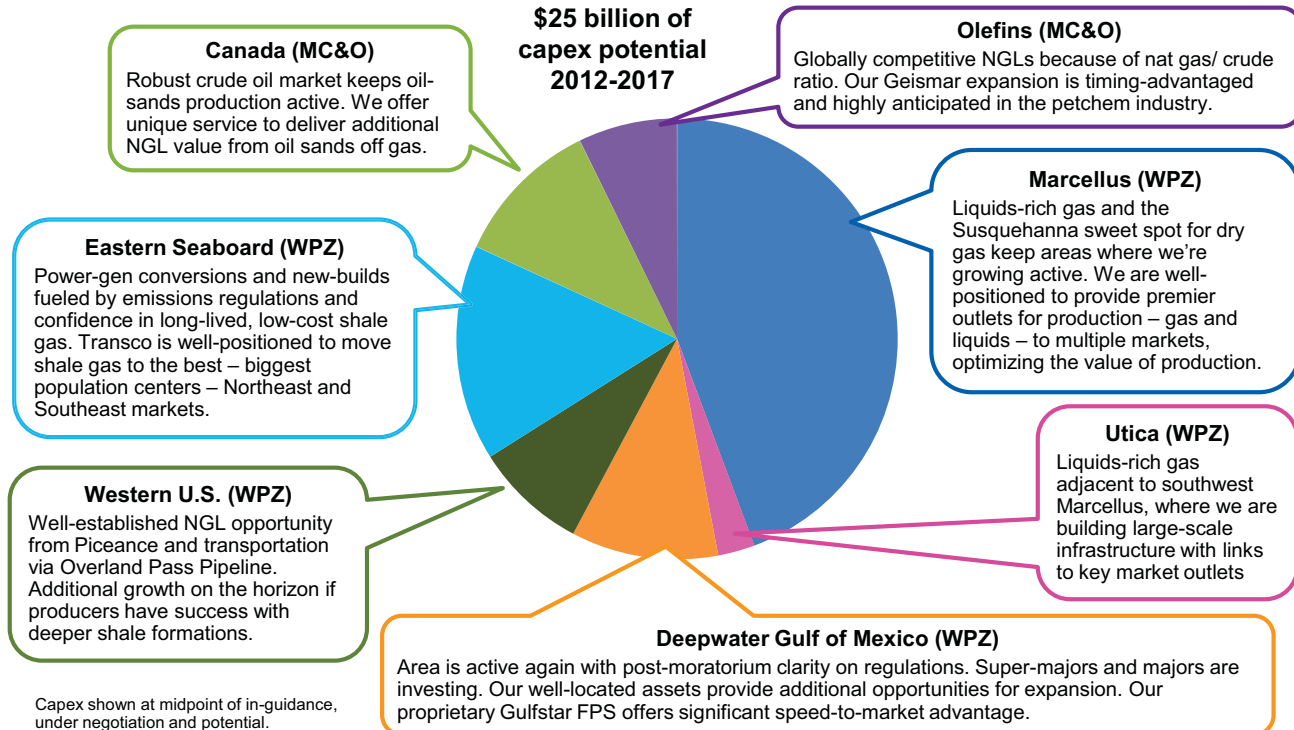


Alan Armstrong
President and CEO

Rich, diverse market opportunities drive business growth



We make energy happen.™



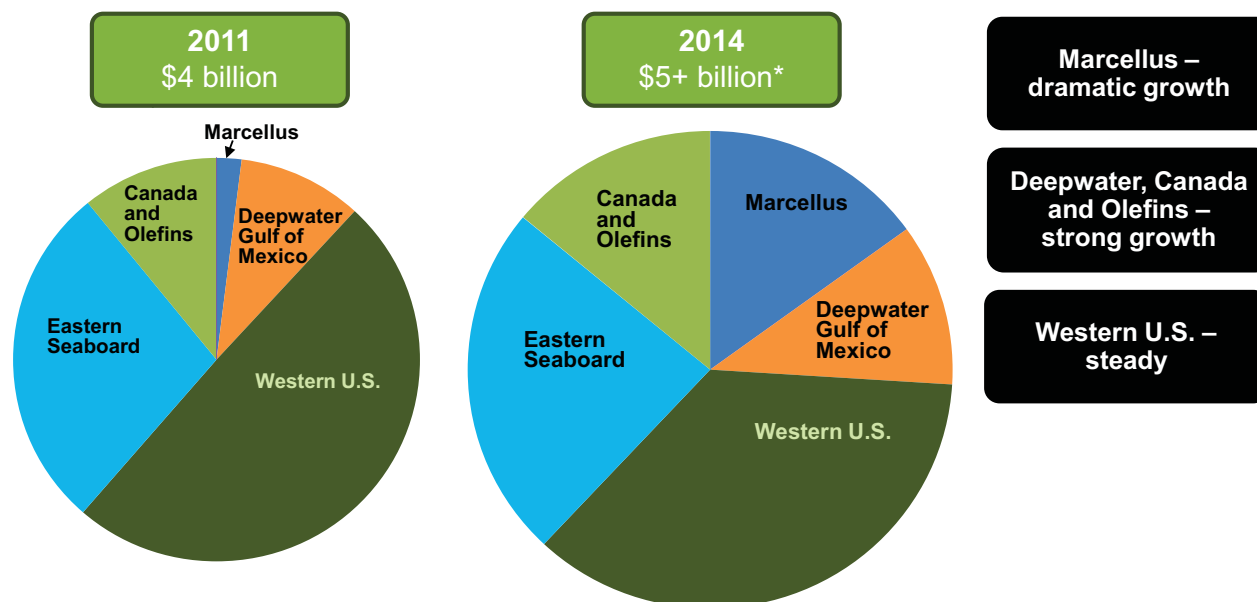
© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | A - 9

Diversifying gross margins geographically



We make energy happen.™



Depicts gross margins, including equity investments. * 2014 reflects guidance at midpoint of ranges. Marcellus, Deepwater Gulf of Mexico, Western U.S. and Eastern Seaboard are in the Williams Partners segment. Canada and Olefins is in the MC&O segment.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | A - 10

Large-scale positions, market opportunities drive robust growth and value creation



We make energy happen.™

Great industry fundamentals

Strong competitive advantages

Deep, diverse, long-range set of growth opportunities

Sustainable sector-leading dividend and distribution growth



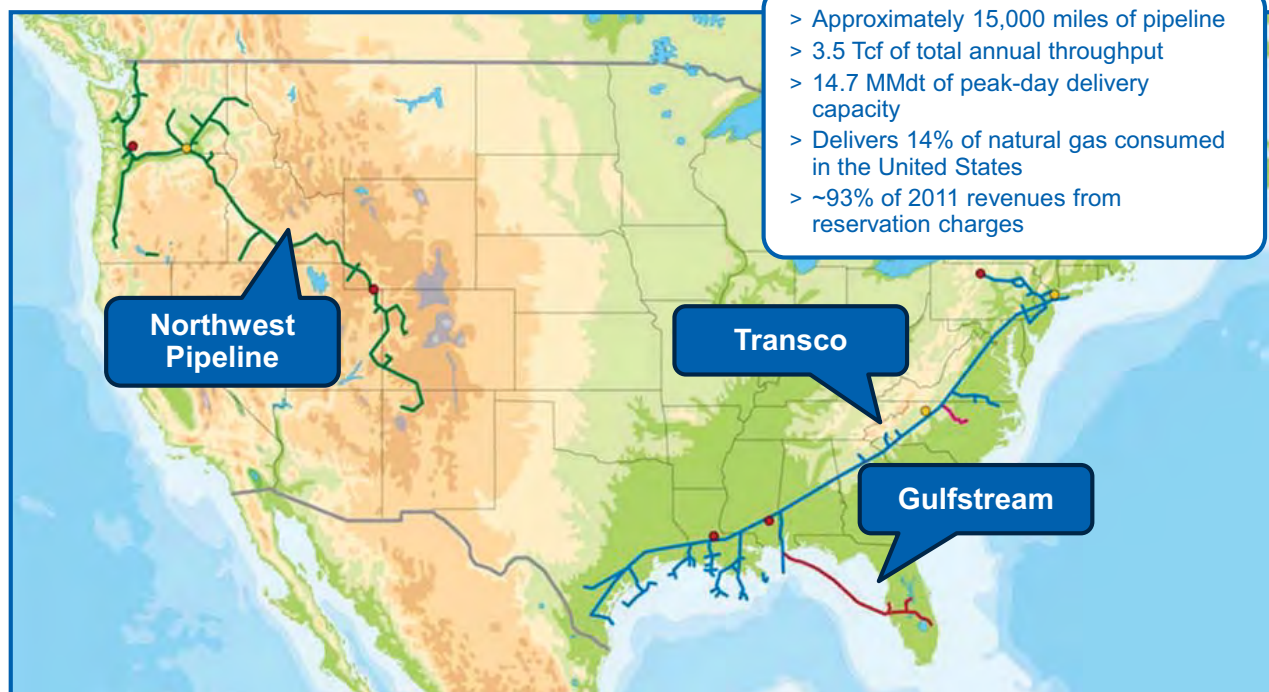
WPZ – Gas Pipeline

Frank Ferazzi
Vice President and General Manager – East

Allison Bridges
Vice President and General Manager – West

WPZ – Gas Pipeline

Premier assets serving growth markets



Reservation fees comprise 93% of revenues



We make energy happen.™

	Transco	Northwest	Gulfstream
Markets	Northeast, Southeast U.S.	Pacific Northwest	Florida
Capacity	9.6 MMdt/d	3.8 MMdt/d	1.3 MMdt/d
% reservation fee-based	92%	96%	97%
Average contract term	6.3 years	10.2 years	18 years
Rate case requirement	Mandatory effective date March 2013	Pre-settlement effective Jan 2013	None

Power gen drives steady growth



We make energy happen.™

> Incremental gas demand

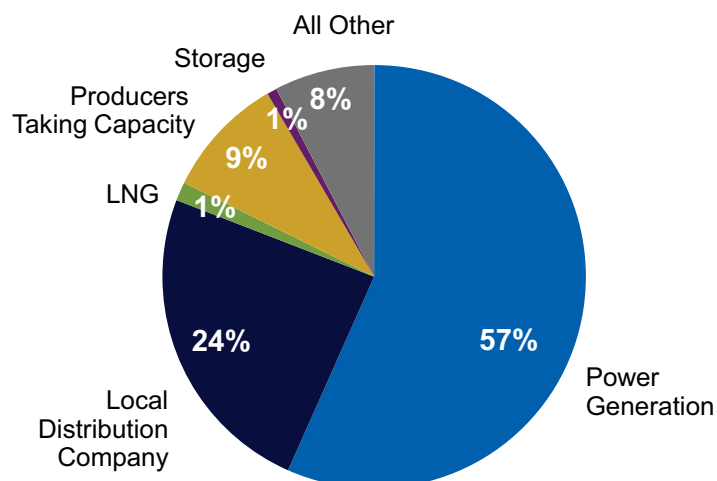
- Gas-fired power generation
- LNG exports
- Industrial

> Access to emerging basins

- Marcellus
- Utica
- Eagle Ford

> Steady, disciplined growth

- Since 2003:
 - 26 projects executed
 - 5.1 Bcf/d of incremental capacity
 - \$2.4 billion
- Current growth inventory \$1.8 billion
- Visible growth opportunities outside of guidance



Gulfstream: Connecting domestic shales to growing Florida markets



We make energy happen.™

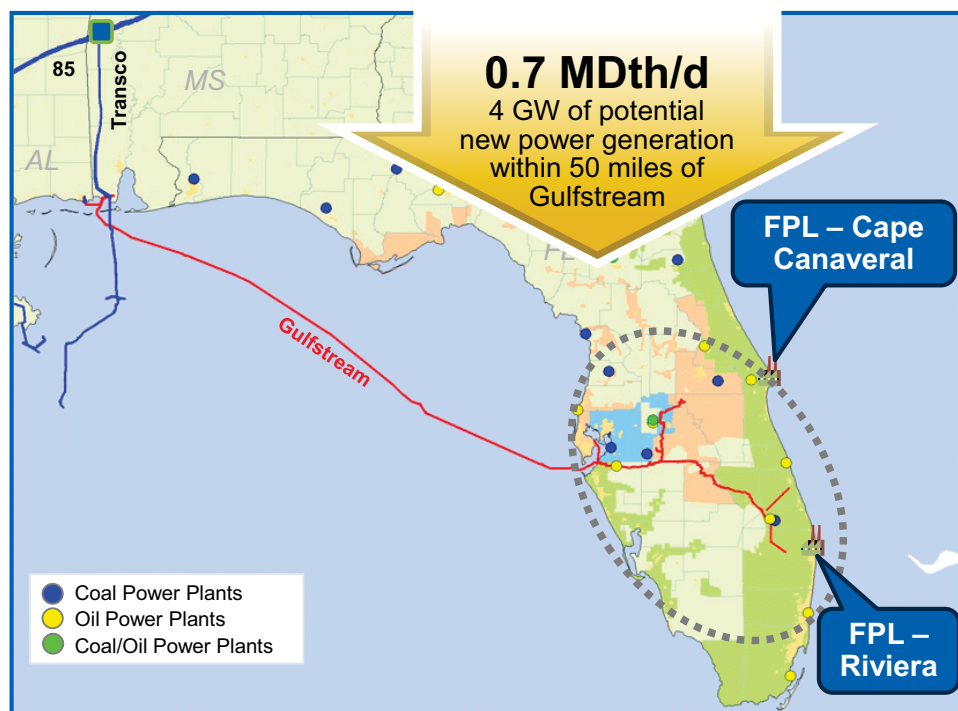
- > 49% WPZ ownership interest
 - 1% ownership by WMB
- > Flexible supply
 - Gulf of Mexico
 - New incremental supply sources (e.g., Barnett and Haynesville shales, LNG)
- > Fully subscribed with long-term contracts (remaining life 18 years)
- > Serves growing Florida market
 - Growth driven by increased power generation needs
- > Assets
 - 8 receipt points
 - 1.3 MMdt/d capacity
 - 745 miles of pipeline (436 miles offshore)
 - 187,000 HP of compression
 - No rate case requirements



Growing demand for gas-fueled power generation in Florida



We make energy happen.™



Source: U.S. Environmental Protection Agency

Northwest Pipeline: Backbone of the Pacific Northwest gas delivery system



We make energy happen.™

- > **Plentiful supply sources**
 - British Columbia, Alberta, Rockies, San Juan
- > **Large customers with high quality credit**
 - Top 20 customers represent 91% of revenue
- > **Sole provider in most major markets**
 - Low-cost provider in competitive markets
- > **Long-term firm transportation capacity of 3.8 MMdt/d**
 - Average remaining contract life 10.2 years
- > **Total seasonal storage**
 - 14 MMdt of capacity
 - 731 Mdt/d of withdrawal capability
- > **Assets**
 - 3,900 miles of pipeline and 41 compressor stations
 - 2 storage facilities
- > **New rate case effective date – Jan. '13**
 - “Pre-filed” rate settlement approved by FERC



© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | B - 7

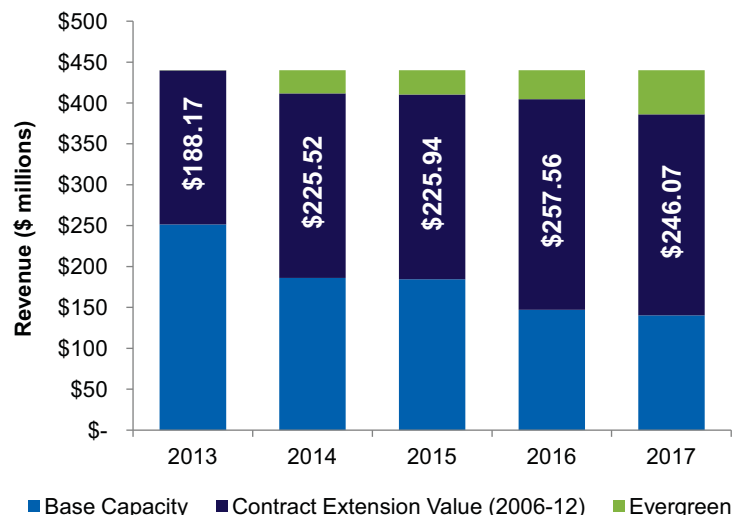
Decade-plus Northwest Pipeline contract average – exceptional among peers



We make energy happen.™

- > **Successfully keeping Northwest Pipeline capacity fully subscribed**
- > **Weighted average contract life of 10.2 yrs**
- > **Recent highlights:**
 - Intermountain Gas-contract extensions of 127.2 MDth for 8 years
 - 53.3 MDth of recently turned back capacity remarketed at max rate for average contract life of 31 years

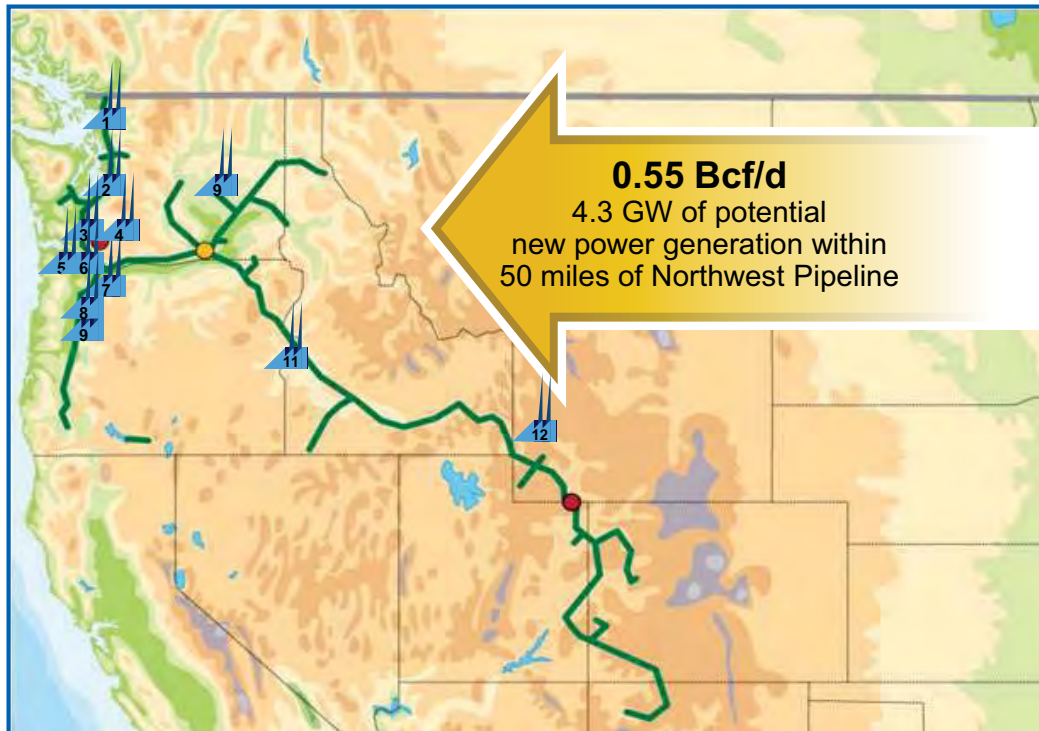
Reservation revenue – existing capacity



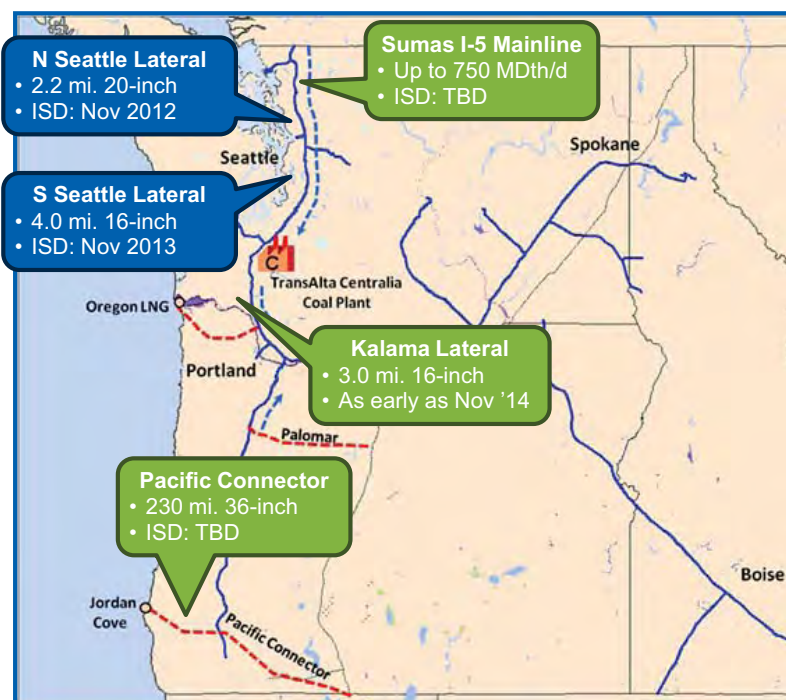
© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | B - 8

Power projects generate opportunity



Northwest expansions serve key markets



Blue: In guidance. Green: Not in guidance

- > Mainline expansion
 - Sumas I-5 expansion
- > Lateral projects
 - North Seattle
 - South Seattle
 - Kalama
- > LNG export
 - Jordan Cove/Pacific Connector Pipeline
 - Oregon LNG/Oregon Pipeline
- > Potential partnership
 - Palomar Gas Transmission (NW Natural and GTN)

Transco: Nation's largest gas pipeline system



We make energy happen.™

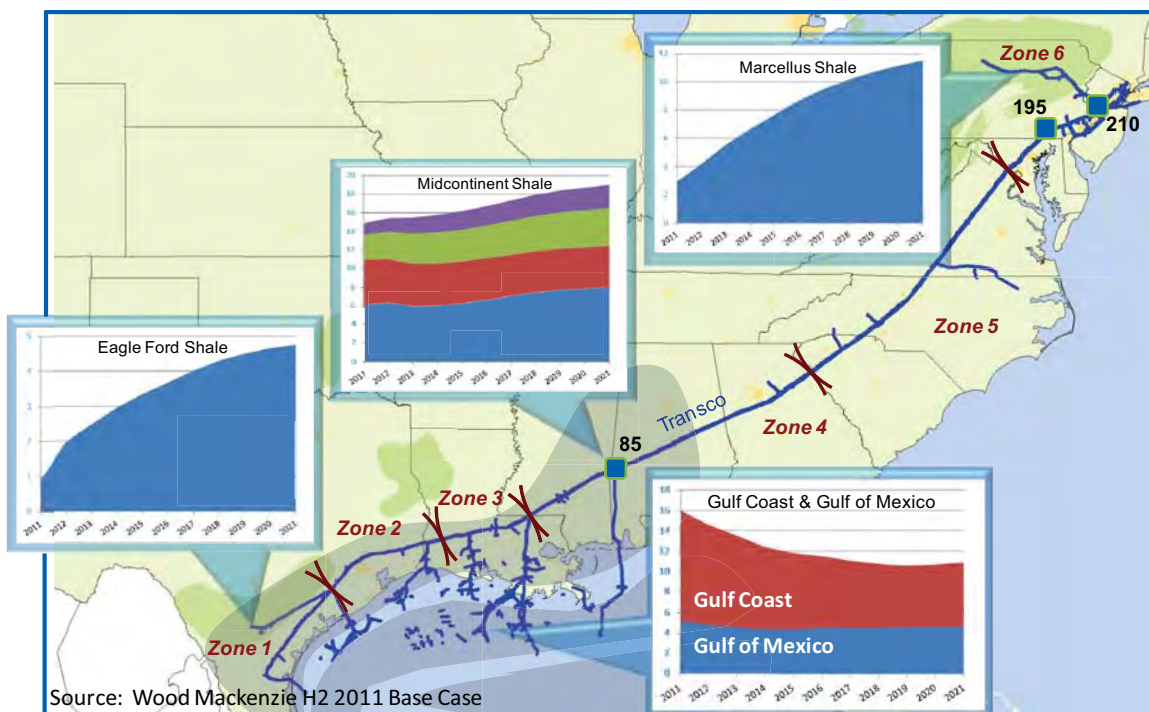
- > Large and diverse supply sources
 - New pipeline and storage interconnects totaling 24.8 MMdt/d (2006–12)
 - Includes Barnett, Haynesville, Eagle Ford and Marcellus shales
 - Onshore and offshore Gulf of Mexico
- > LNG interconnects
- > Premium high-growth markets
 - Southeast
 - Northeast
- > System offers high level of service flexibility
- > Mainline fully contracted/subscribed
- > Assets
 - 9.6 MMdt/d of peak-design capacity
 - Provide 50% of firm contract capacity into New York City
- > Mandatory rate case effective date – March '13



Emerging supplies benefit Transco shippers over next decade

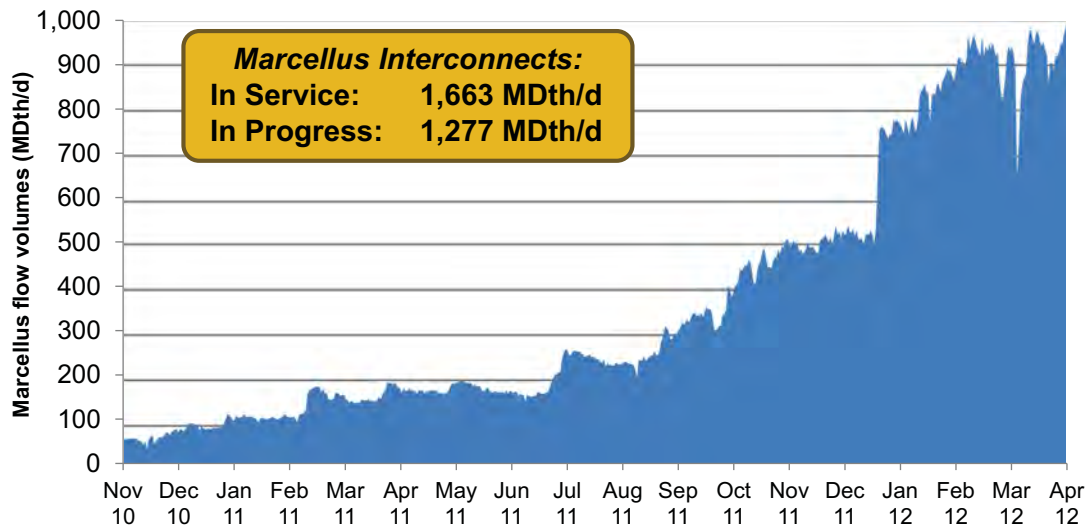


We make energy happen.™

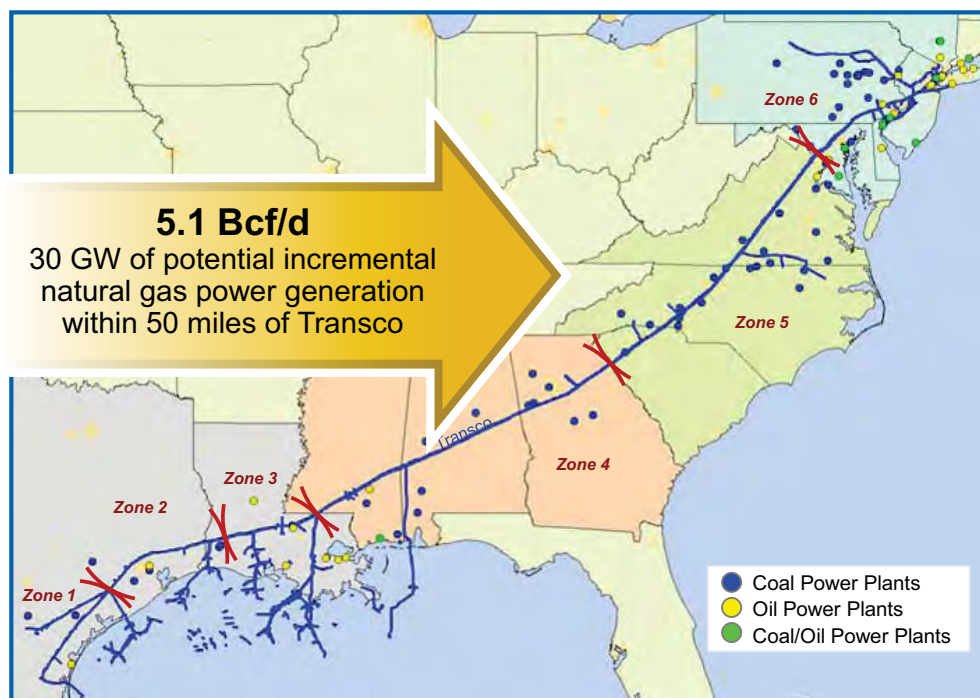


Leidy line serves Marcellus growth

Marcellus Flow Volumes (MDth/d)



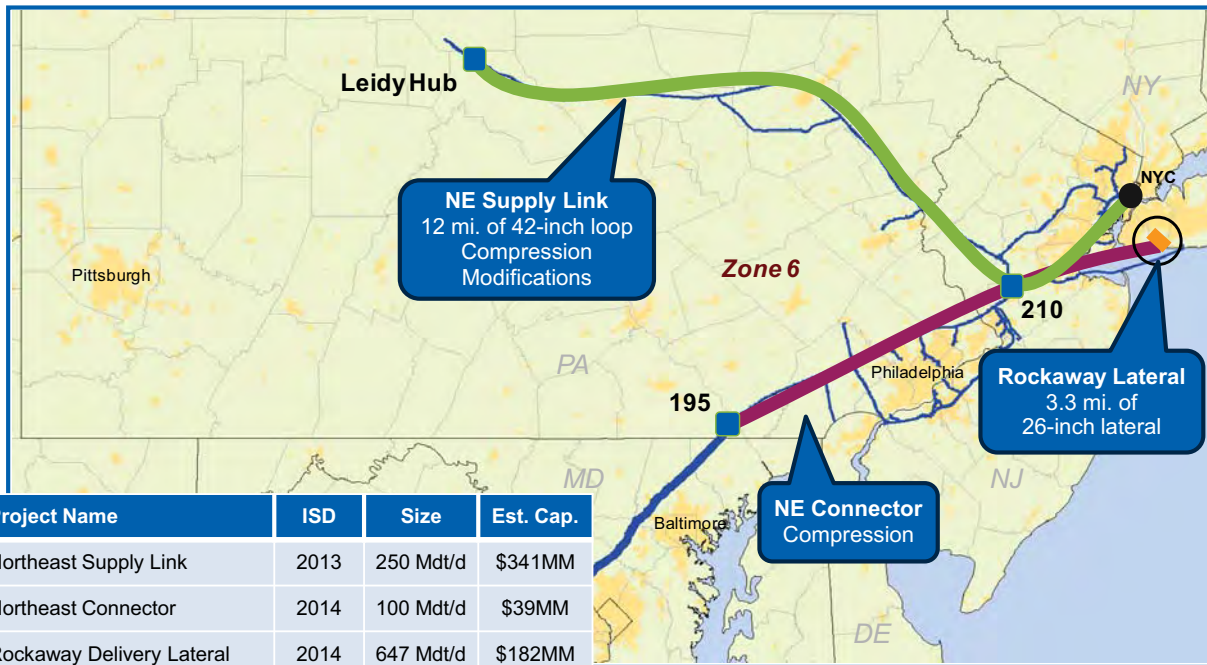
Significant, growing opportunity for gas-fueled power generation



~\$550 million growth capex in northern market



We make energy happen.™



© 2012 The Williams Companies, Inc. All rights reserved.

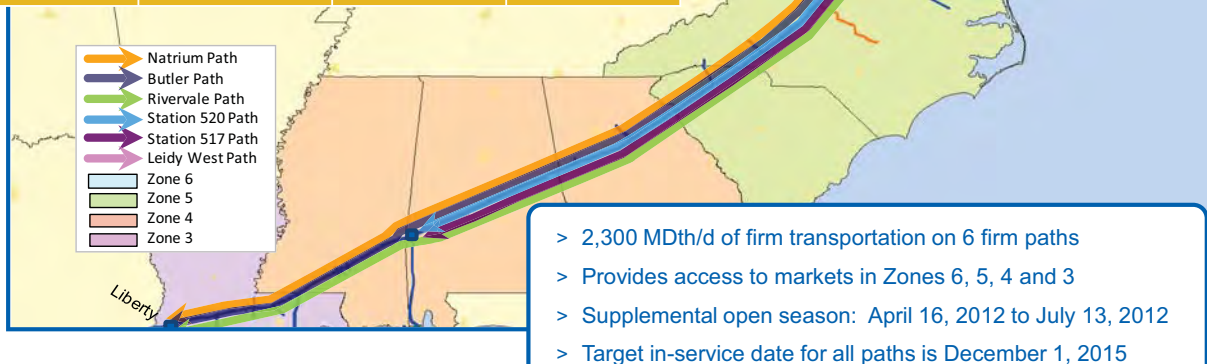
Williams Analyst Day | May 22, 2012 | B - 15

Proposed Atlantic Access connects Marcellus to Transco markets



We make energy happen.™

Path	Capacity (MDth/d)	Receipt Point	Delivery Point
Original Paths			
Natrium	700	DTI Natrium	Liberty
Butler	600	Butler	Liberty
Rivervale	300	Rivervale	Liberty
Supplemental Paths			
Station 520	250	Grugan	Sta. 85
Station 517	250	MARC1	Sta. 85
Leidy West	200	Sta. 515	Leidy
Total	2,300		



© 2012 The Williams Companies, Inc. All rights reserved.

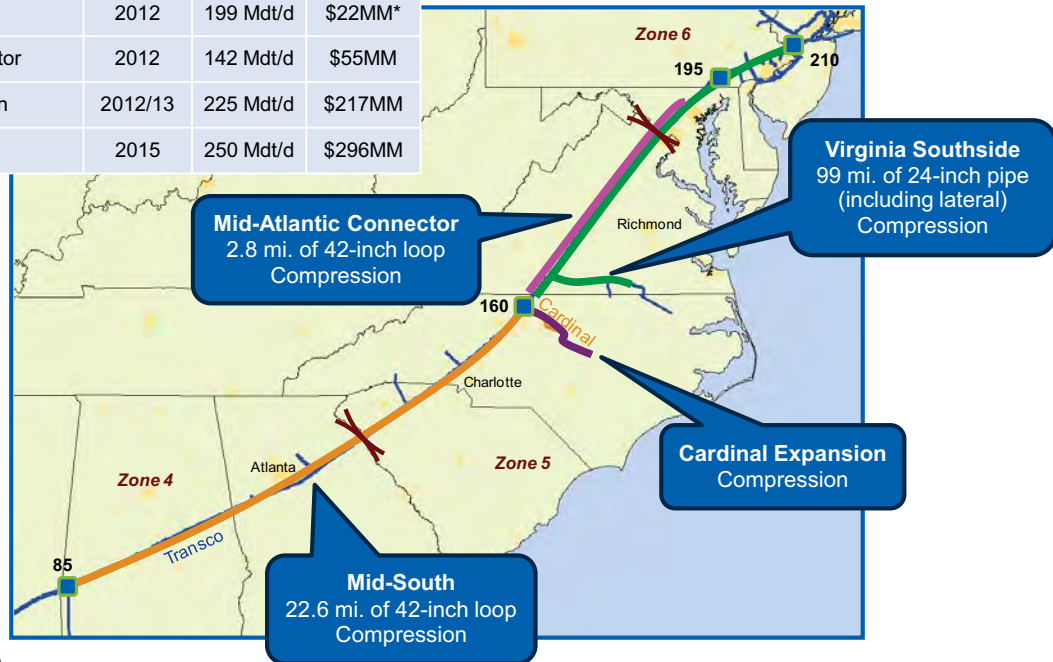
Williams Analyst Day | May 22, 2012 | B - 16

~\$600 million growth capex in southern market



We make energy happen.™

Project Name	ISD	Size	Est. Cap.
Cardinal Expansion	2012	199 Mdt/d	\$22MM*
Mid Atlantic Connector	2012	142 Mdt/d	\$55MM
Mid South Expansion	2012/13	225 Mdt/d	\$217MM
Virginia Southside	2015	250 Mdt/d	\$296MM



* 45% ownership share

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | B - 17

Power demand spurs Virginia expansion



We make energy happen.™

- > Proposed Virginia Southside expansion from Transco's Zone 6 Station 210 Pooling Point to Transco's Cascade Creek interconnect with East Tennessee on its mainline and points along Transco's South Virginia Lateral in Zone 5
- > Precedent agreement for 250 Mdt/d executed with Dominion Virginia Power
- > Target in-service date: September 1, 2015



© 2012 The Williams Companies, Inc. All rights reserved.

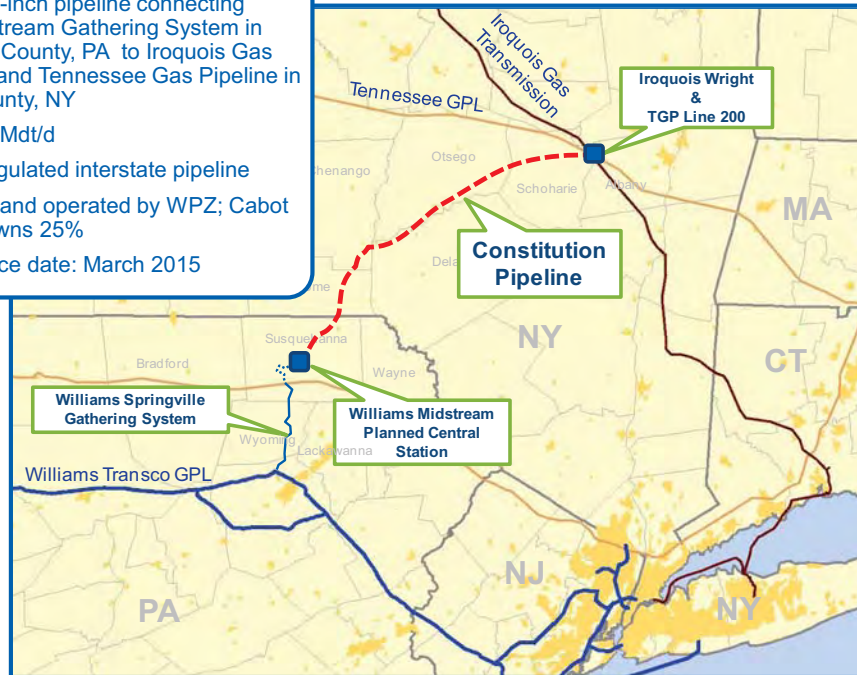
Williams Analyst Day | May 22, 2012 | B - 18

Constitution Pipeline creates new market access for Marcellus production



We make energy happen.™

- > A 120-mile, 30-inch pipeline connecting Williams' Midstream Gathering System in Susquehanna County, PA to Iroquois Gas Transmission and Tennessee Gas Pipeline in Schoharie County, NY
- > Capacity: 650 Mdt/d
- > New FERC-regulated interstate pipeline
- > Owned (75%) and operated by WPZ; Cabot Oil and Gas owns 25%
- > Target in-service date: March 2015



© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | B - 19

Key points



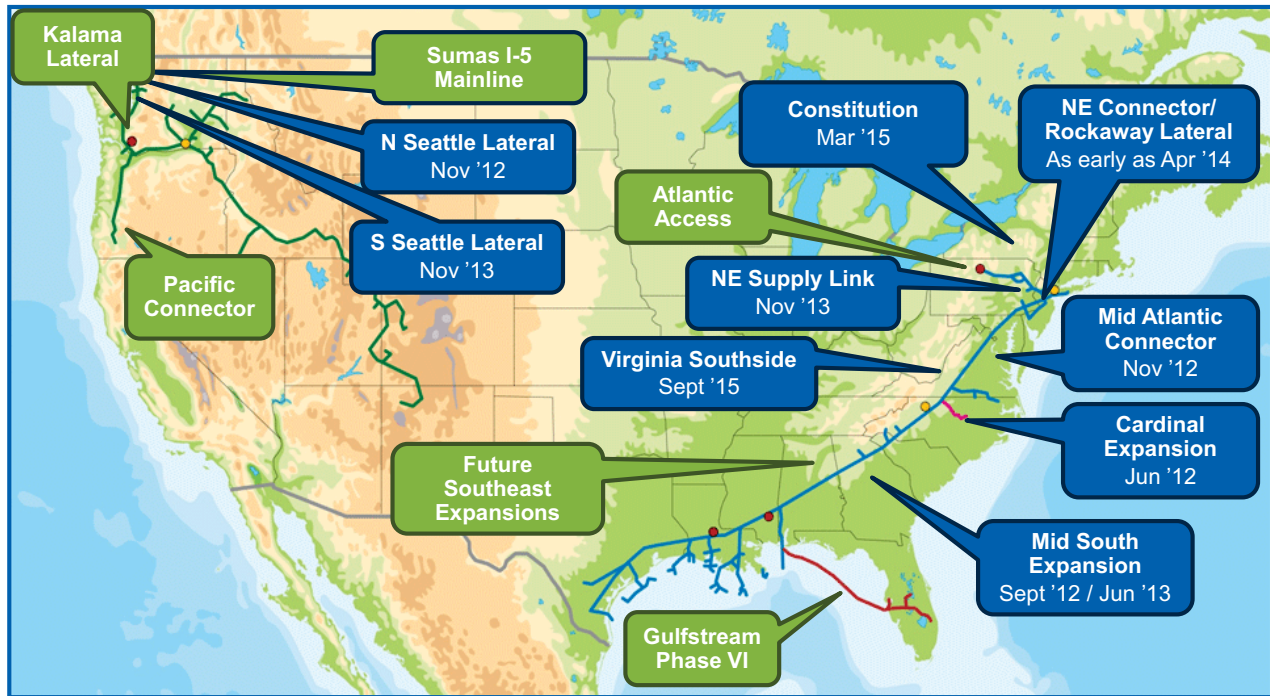
We make energy happen.™

- > Prime assets in premier growth markets
- > Access to abundant new shale supply sources
- > Opportunities to serve:
 - Power generation
 - Industrial/petrochemical
 - LDCs
 - LNG exports

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | B - 19

Abundant growth in key markets



* Green box indicates projects not in guidance



We make energy happen.™

WMB/WPZ – Midstream

Rory Miller
President

© 2012 The Williams Companies, Inc. All rights reserved.



We make energy happen.™

Agenda

- > WMB/WPZ – Midstream Business Overview.....Rory Miller
 - WPZ – Midstream – Gulf Coast.....Brian Perilloux
 - WPZ – Midstream – Marcellus.....Frank Billings
 - WMB – Midstream Canada.....David Chappell
 - WMB/WPZ – Petchem and NGL Services.....Mac Hummel
 - WMB/WPZ – Key Points.....Rory Miller

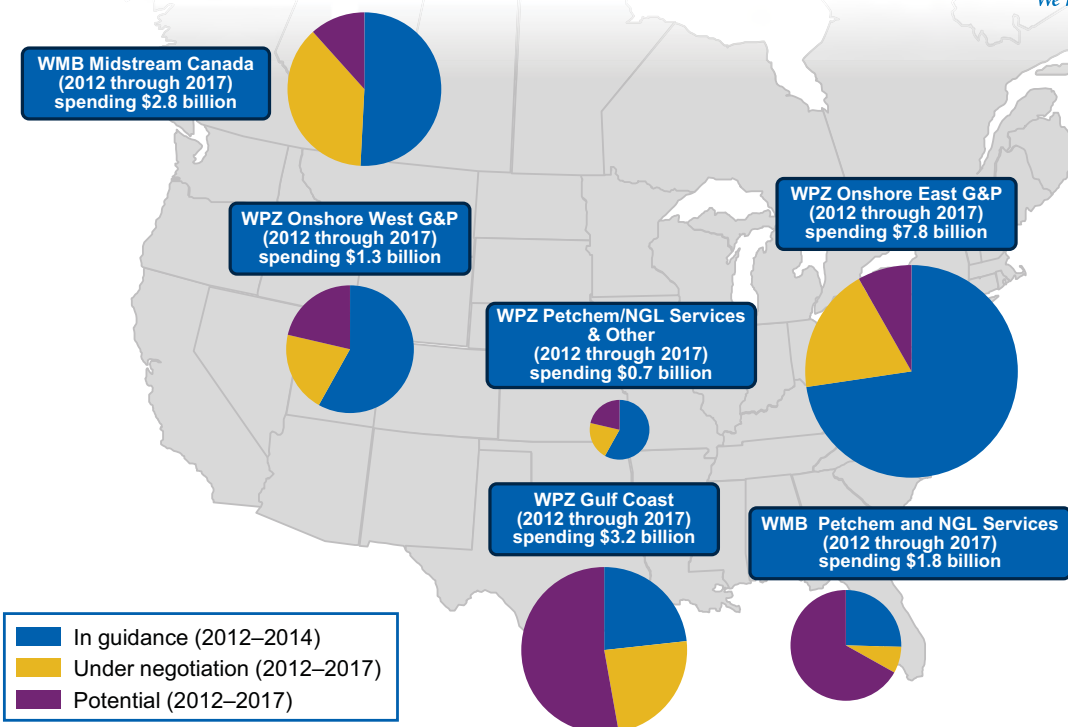
© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 2



We make energy happen.™

Significant growth capital potential



Note: Spending is the midpoint of the total in guidance + under negotiation + potential growth capital

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 3



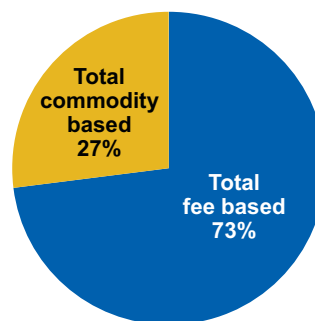
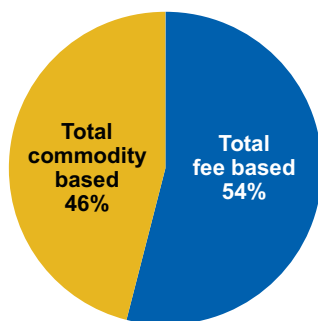
We make energy happen.™

Resilient fee-based business growing to 73% in 2014

Pro forma combined gross margin

2012 forecast
midpoint \$2.3 billion

2014 forecast
midpoint \$3.0 billion



■ Consolidated commodity margin ■ Consolidated fee revenue

Note: Gross Margin is gross revenues less related product costs. Includes our proportionate share of revenues and related product costs of our operated equity investments. The revenues and related product costs related to the acquisition of Caiman Eastern Midstream are included. Laurel Mountain has a long-term, dedicated, volumetric-based fee agreement, with exposure to natural gas prices.

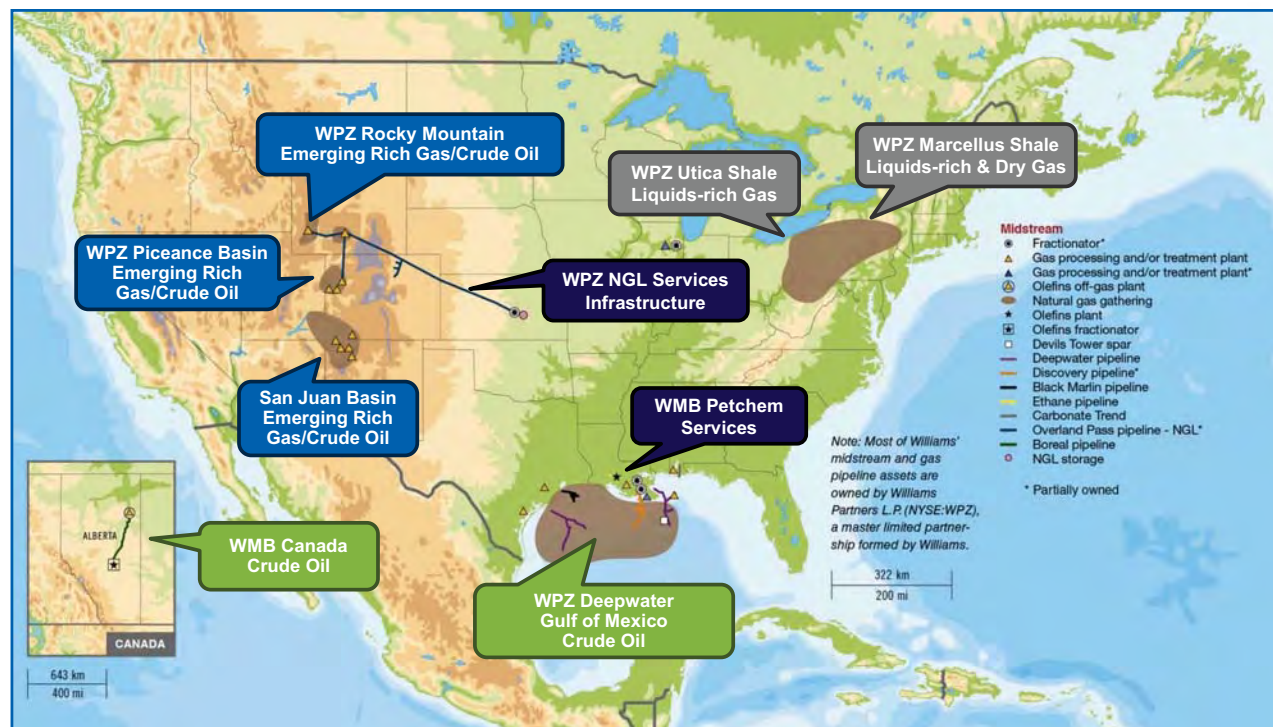
© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 4

Diverse, expanding portfolio captures high-value business



We make energy happen.™



© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 5

WPZ – Midstream Gas & Liquids

Optimizing liquids opportunities in western U.S. business



We make energy happen.™



> Piceance

- New cryogenic plant at Parachute expected to add 350 MMcf/d of capacity in 2014
- Major contract in place for emerging Mancos shale potential

> Southwest Wyoming

- Recently completed upgrades to allow enhanced NGL recoveries
- Major contract renewal completed

> Wamsutter

- Utilizing excess capacity to process Piceance gas
- Well positioned for emerging opportunities in the Sand Wash Basin, Wind River Basin, and Niobrara in NW Colorado

> Four Corners

- Completed plant consolidation project
- Solid return efficiency project under way
- Emerging Mancos shale potential

> Overland Pass Pipeline

- Increasing capacity to 255 Mbbls/d to accommodate new volumes from the Bakken Shale
- Possible outlet for newest NGL-rich opportunities

© 2012 The Williams Companies, Inc. All rights reserved.

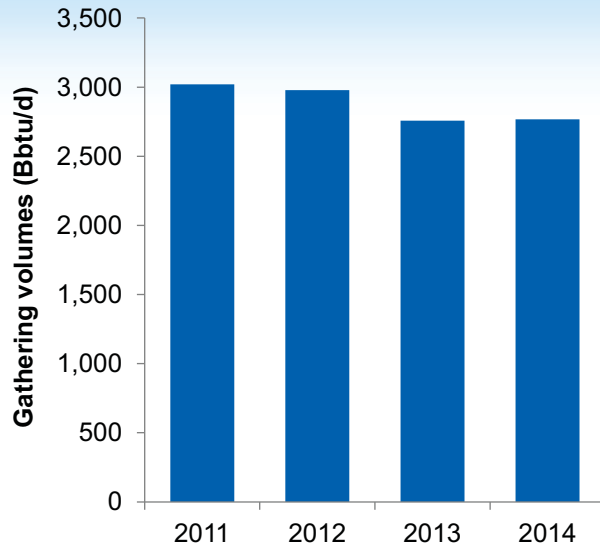
Williams Analyst Day | May 22, 2012 | C - 6

Expect large-scale Western assets to continue delivering significant volumes



We make energy happen.™

Gathering volumes



NGL production



We make energy happen.™

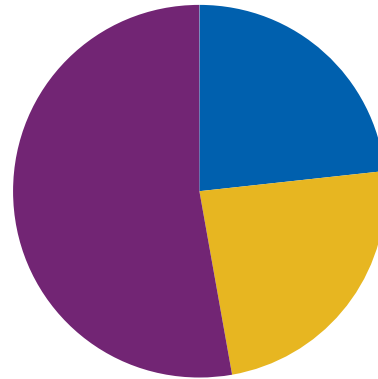
WPZ – Midstream – Gulf Coast

Brian Perilloux
Vice President, Gulf Coast Region

Significant growth capital potential



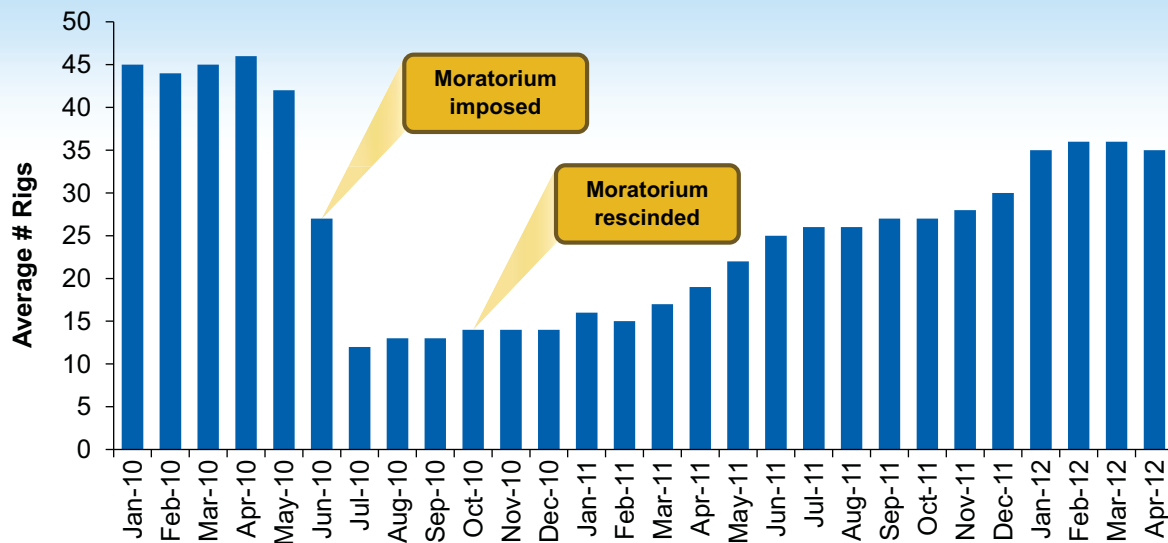
**WPZ Gulf Coast
(2012 through 2017)
spending \$3.2 billion**



Note: Spending is the midpoint of the total in guidance + under negotiation + potential growth capital

Gulf of Mexico – back in business

**Monthly drilling rig activity in deepwater Gulf of Mexico
January 2010 – April 2012**



Source: RigData.com

Gulf attracts the world's largest energy companies – Williams' customers



We make energy happen.™



Top 10 Deepwater GoM lease holders
Source: Lexco

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 11

Significant Gulf infrastructure



We make energy happen.™



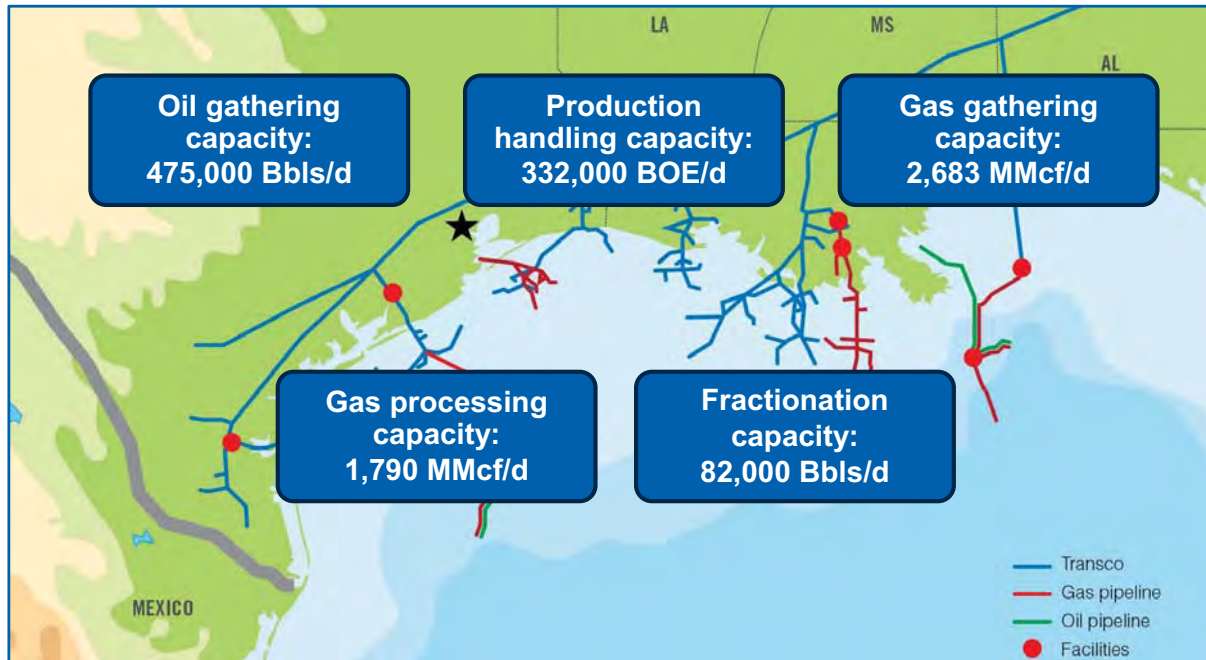
© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 12

Gulf Coast assets built for deepwater production levels



We make energy happen.™

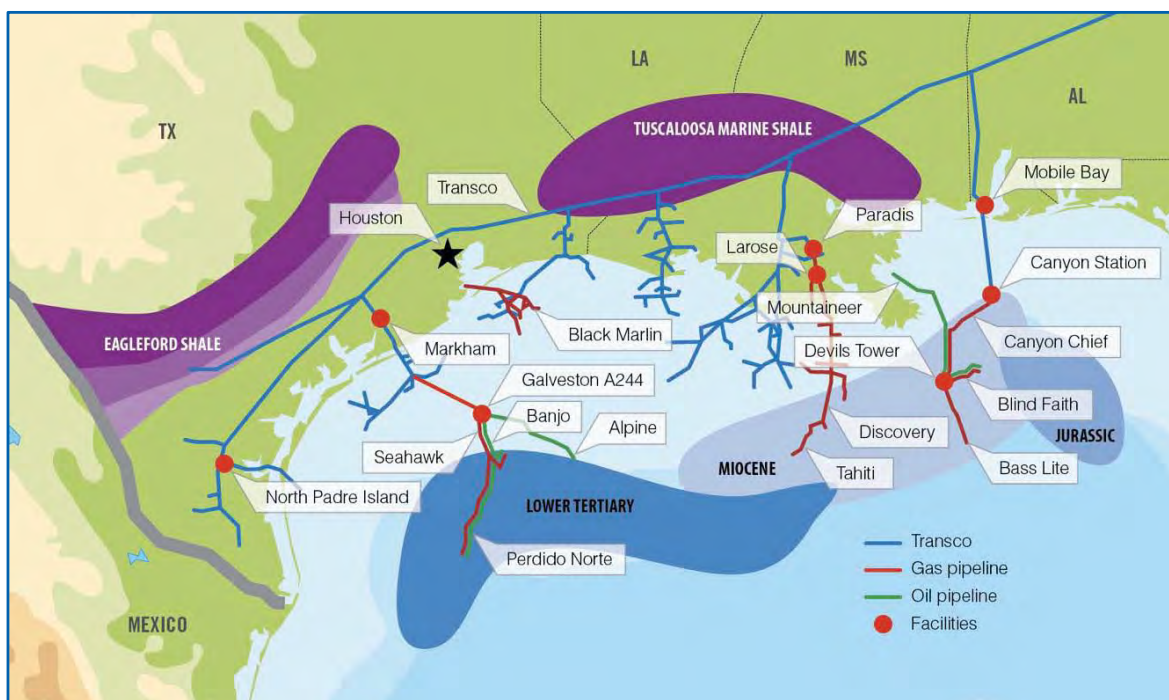


Includes projects in guidance. Fractionation capacity includes future capacity of projects not completed, but in guidance. Includes both owned and controlled assets.

Well-positioned for emerging opportunities



We make energy happen.™

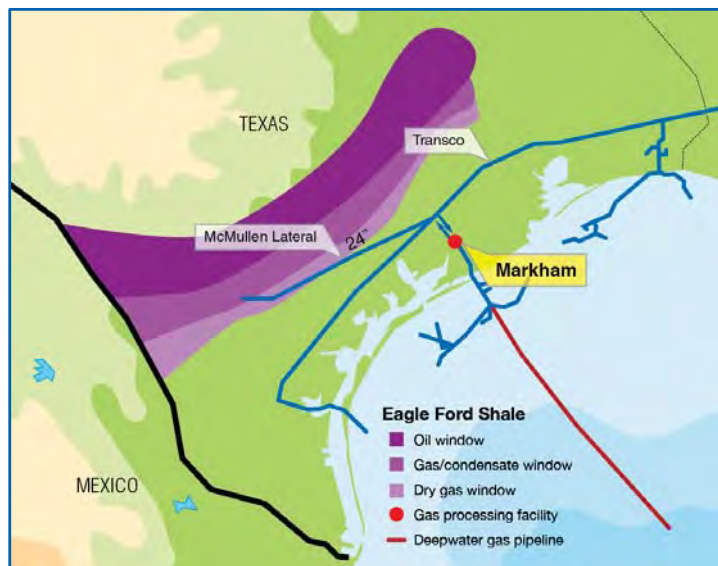


Markham well-positioned to capture Eagle Ford Shale volumes



We make energy happen.™

- > Completed two projects last year to bring Eagle Ford gas to Markham
- > Maximizing plant utilization
- > Evaluating the addition of a third 200 MMcf/d train



Keathley Canyon Connector – a strategic reach into the deepwater



We make energy happen.™

- > Over \$600 million capital
- > 400 MMcf/d capacity
- > Expected to be in service by mid-year 2014
- > High deliverability reserves from Hadrian South yield front-end financial loading
- > High potential neighborhoods and additional opportunities with associated gas



Gulfstar Floating Production System – speed-to-market solution for majors



We make energy happen.™

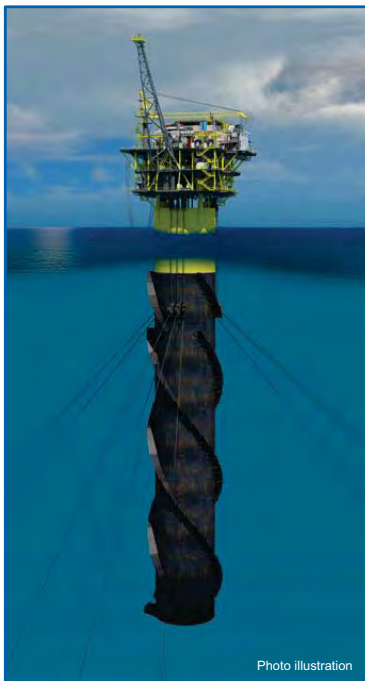


Photo illustration

- > Agreements in place with Hess and Chevron for Tubular Bells
- > Risk reduced through demand payments
 - Recovery of base capital investment over 5 years
 - Our reserve-risk exposure is our return, not our investment
- > Cash flow accelerator, plus follow-on business

About the Gulfstar FPS

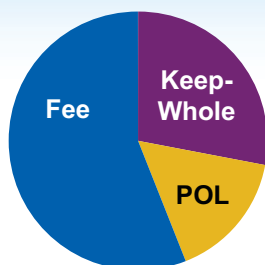
- > Spar-based floating production system
- > Daily capacity: 60,000 Bbls of oil and up to 200 MMcf of natural gas
- > USA construction
- > 4200' water depth
- > Two 15-mile subsea export pipelines
- > Expected online mid-2014

Expect Gulf Coast revenue to increase 56%: primarily fee-based

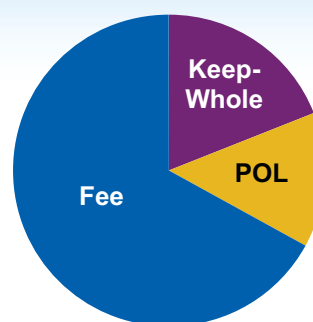


We make energy happen.™

2011



2014

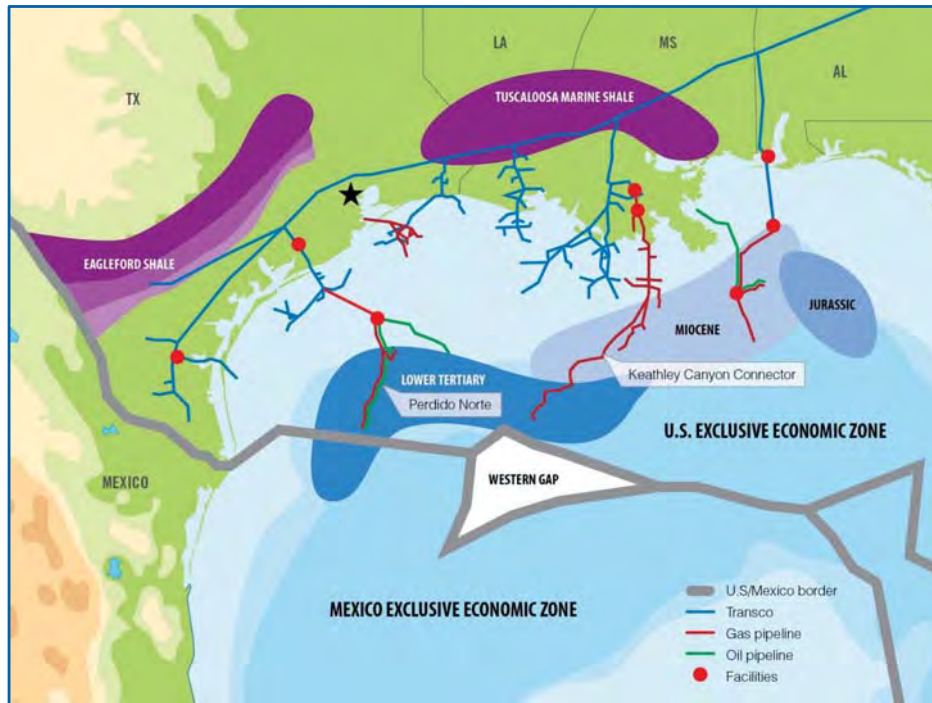


* 2014 includes partial year for Gulfstar 1 and Keathley Canyon Connector

Oil doesn't stop in the middle of the Gulf – we're ready to capture Mexico opportunities



We make energy happen.™



© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 19



We make energy happen.™

WPZ – Midstream – Marcellus

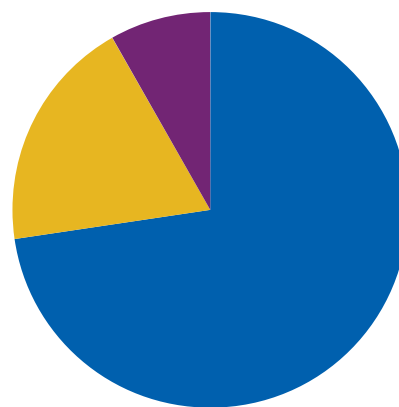
Frank Billings
Vice President, Eastern Region

© 2012 The Williams Companies, Inc. All rights reserved.

Significant growth capital potential



**WPZ Onshore East G&P
(2012 through 2017)
Spending \$7.8 billion**

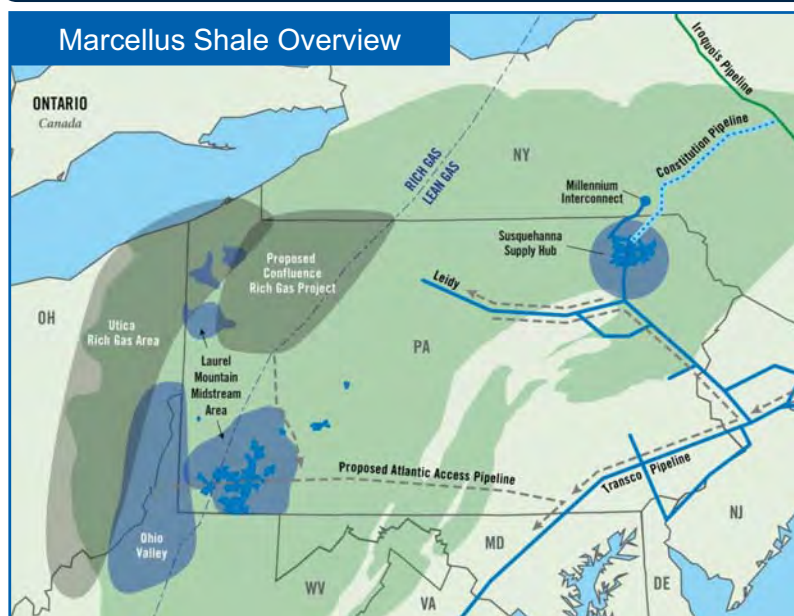


■ In guidance (2012–2014)
■ Under negotiation (2012–2017)
■ Potential (2012–2017)

Note: Spending is the midpoint of the total in guidance + under negotiation + potential growth capital

Super-sizing footprint, growth

We're putting together the kind of infrastructure that makes drilling in the Marcellus even more desirable for producers because we provide large-scale infrastructure solutions that connect producers' natural gas and natural gas liquids to the best markets



- > Caiman acquisition **closed**
- > Dedications across Marcellus increase to **1.2 million acres**
- > Across all Marcellus, expect to gather **5 Bcf/d** by 2015
- > Proposed projects show **more growth potential**
 - Utica JV with Caiman
 - Atlantic Access – Transco
 - Confluence rich-gas project

Williams Analyst Day | May 22, 2012 | C - 23

We make energy happen.™

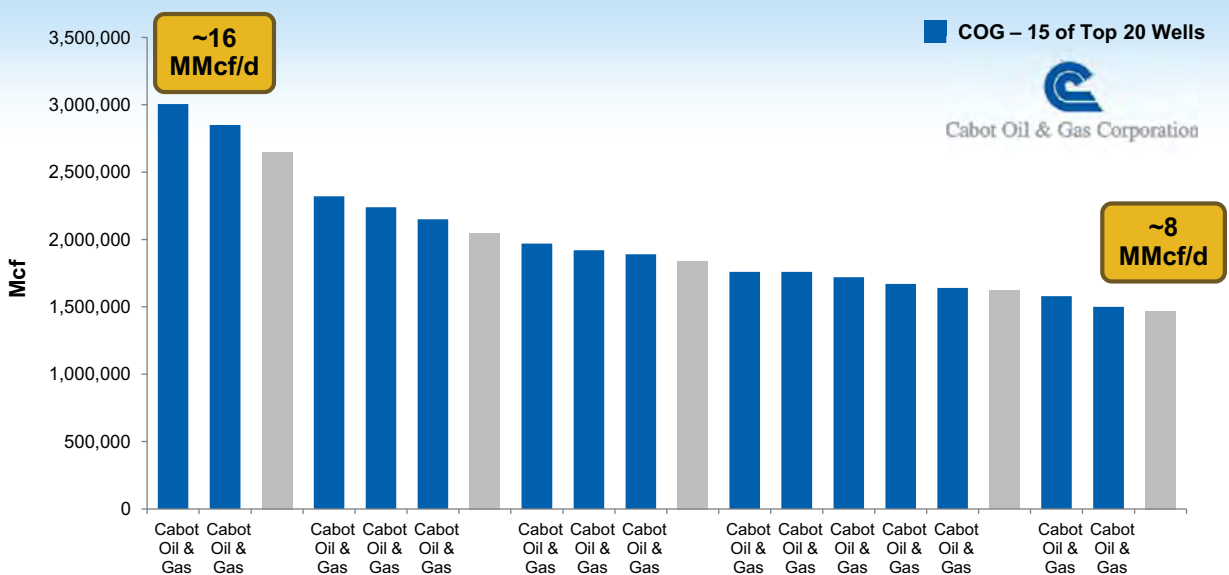
Williams Analyst Day | May 22, 2012 | C - 24

Susquehanna Supply Hub – best dry gas in the nation



We make energy happen.™

Top 20 active well production (July – Dec 2011)



Source: Cabot Oil & Gas – Howard Weil Presentation; March 27, 2012

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 25

Acquisition amps up scale in active, liquids-rich areas



We make energy happen.™

Marcellus acquisition and JV for Utica expansion creating key NGL hub

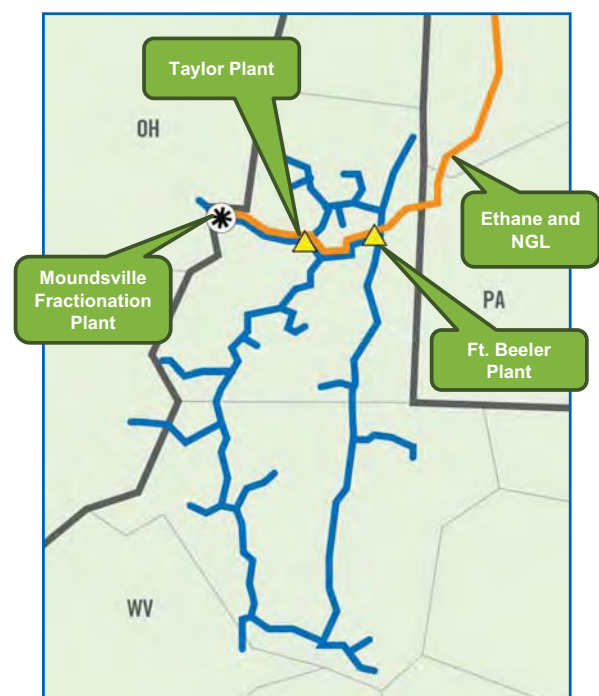
- > Rich-gas economics
- > High reported EURs
- > Activity in low nat-gas price future
- > Developing into key NGL infrastructure hub

Significant acreage, gathering and processing under contract

- > Long-term contracts:
 - ✓ 236M acres dedicated
 - ✓ 10 producers
 - ✓ Processing of gathered gas
- > Additional firm commitments:
 - ✓ 100 MMcf/d processing

Well-positioned assets in service with significant expansions

- > Gathering system
- > 2 processing facilities
- > Fractionator
- > Planned 50-mile ethane and NGL line
- > Expansions under way and planned



© 2012 The Williams Companies, Inc. All rights reserved.

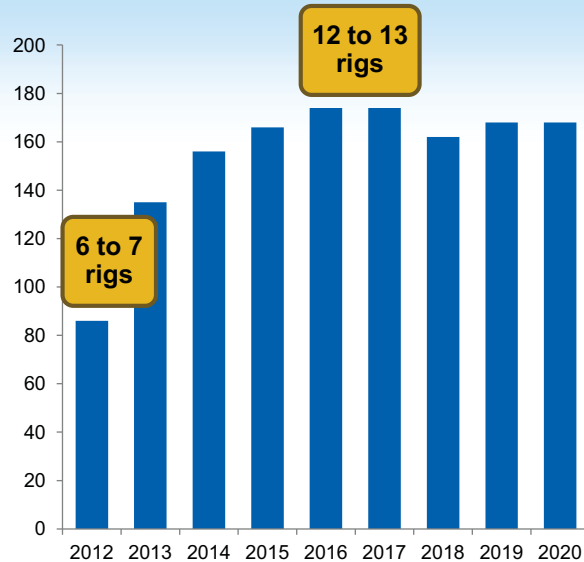
Williams Analyst Day | May 22, 2012 | C - 26

Strong growth on acquired Caiman assets

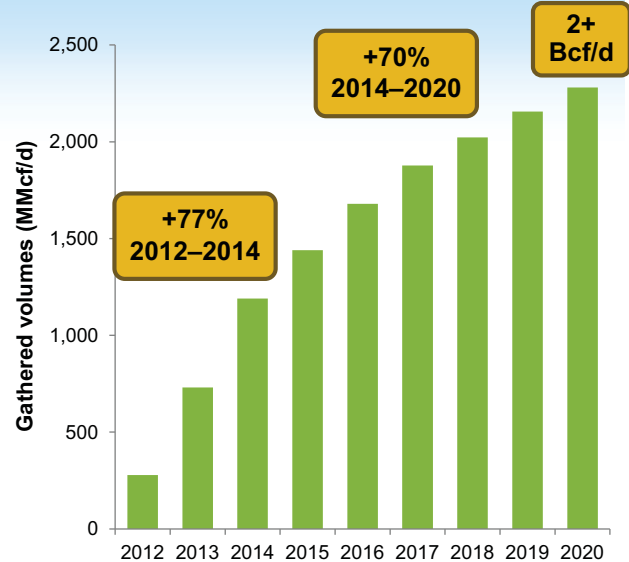
We make energy happen.™

Outlook on acquired Caiman assets

Expected strong well-connects



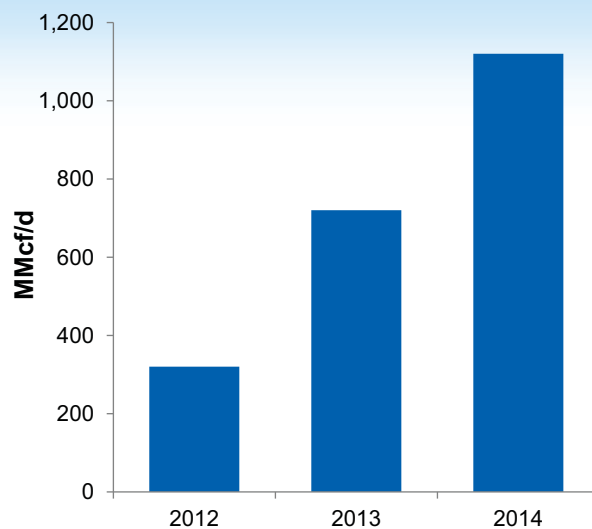
Expected gathering volume growth



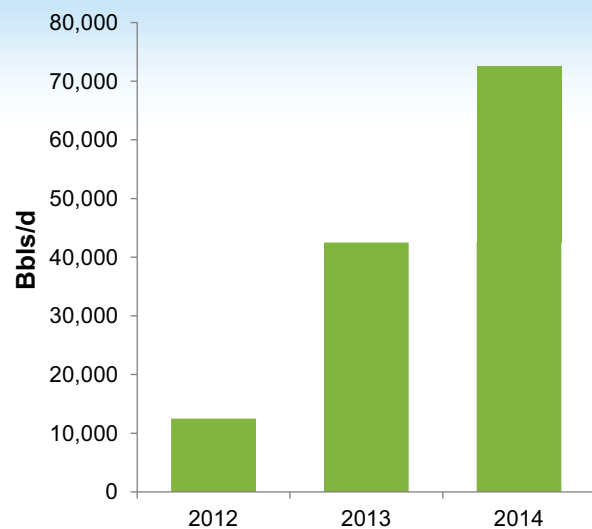
Building large-scale infrastructure for liquids-rich Ohio Valley area

We make energy happen.™

Proposed cryo processing capacity (at year end)



Proposed fractionation capacity (at year end)



3 Bcf/d Susquehanna Supply Hub

- > Creating significant supply hub with access to best markets
- > Planning access to 3 Bcf/d of takeaway capacity by 2015
- > Key customers include Cabot, WPX Energy, Southwestern Energy, Carrizo

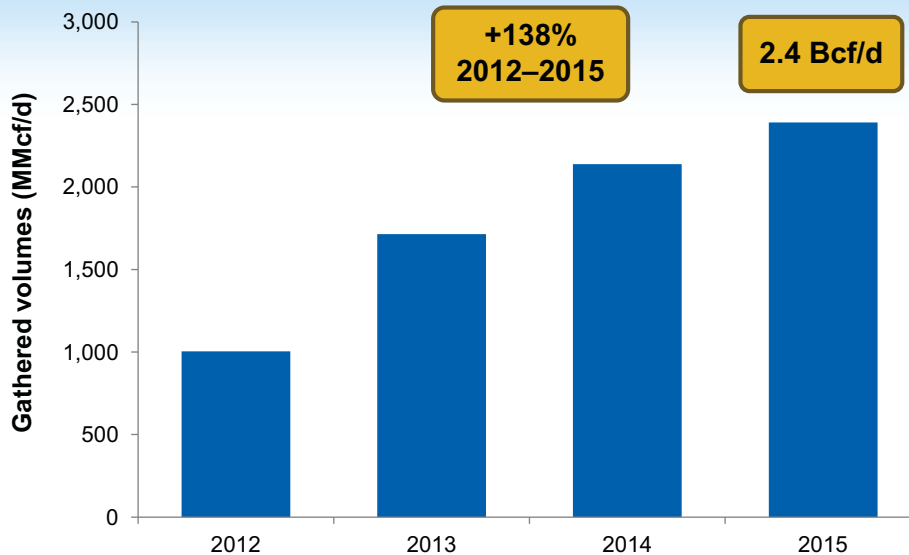
Susquehanna Supply Hub key components

- > Constitution interstate pipeline – joint venture with Cabot
- > Completed acquisition of Laser gathering system
- > Brought Springville gathering in-service in January
- > Planned system expansions



Susquehanna Supply Hub rapidly expanding gathering volumes

Expected gathering volume growth

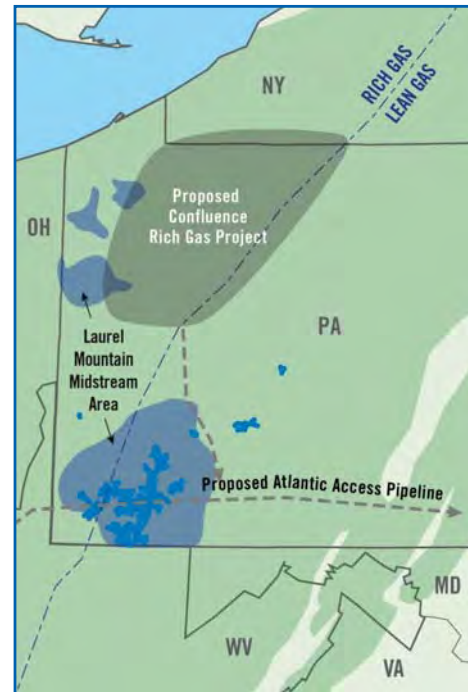


Laurel Mountain Midstream ramping up



We make energy happen.™

- > Planned system capacity of approximately 1.5 Bcf/d
 - Additional compressor expansions to be completed with capacity reaching 400 MMcf/d by mid-year 2012
 - Shamrock Compressor Station is expandable up to 350 MMcf/d
- > Ability to deliver 1.2 Bcf/d into the TETCO / Atlantic Access corridor
- > Approximately 500,000 dedicated acres
- > LMM is developing processing solutions for NW PA dedicated rich-gas acreage



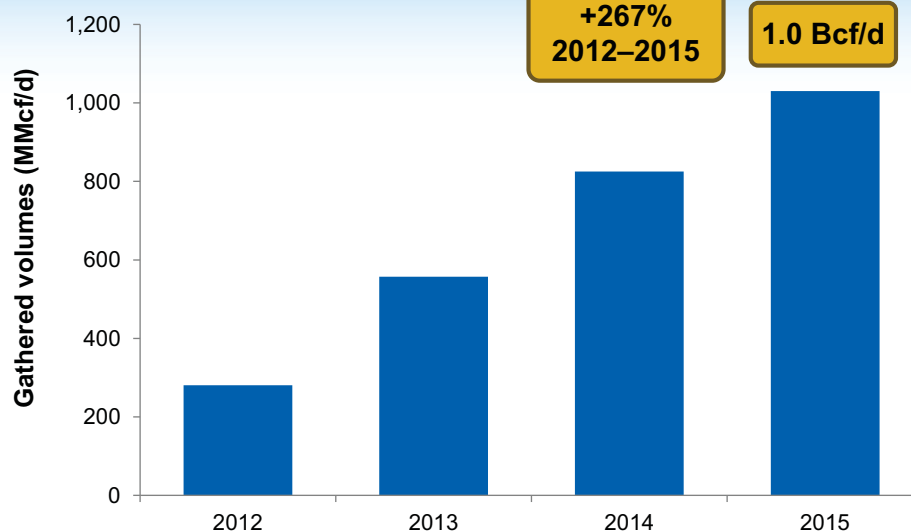
LMM gathering volume growth

Capacity expected to exceed throughput in mid-2012



We make energy happen.™

Expected gathering volume growth



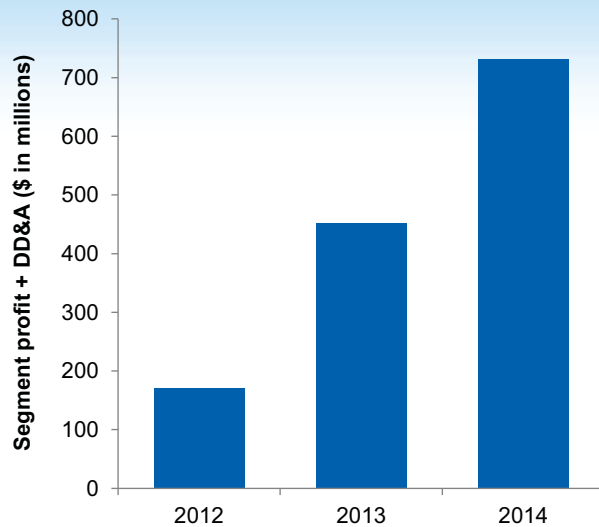
Building scale in the Marcellus through strategic investments



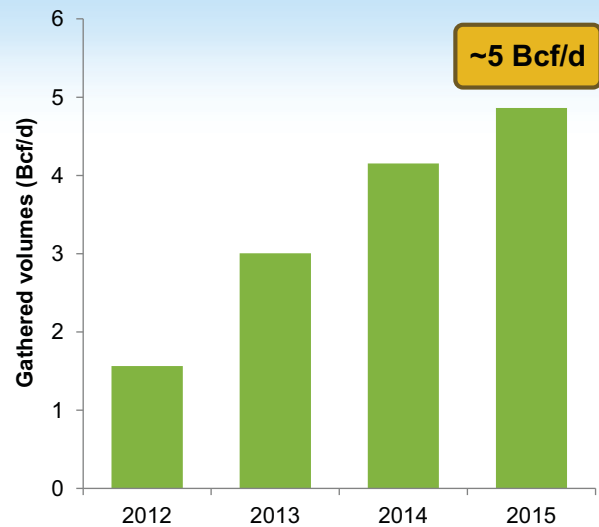
We make energy happen.™

Overall Marcellus outlook

Expected strong cash flow



Expected gathering volume growth



Note: Laurel Mountain Midstream volumes statistics are reported at 100%, while our cash flow reflects our 51% equity ownership.

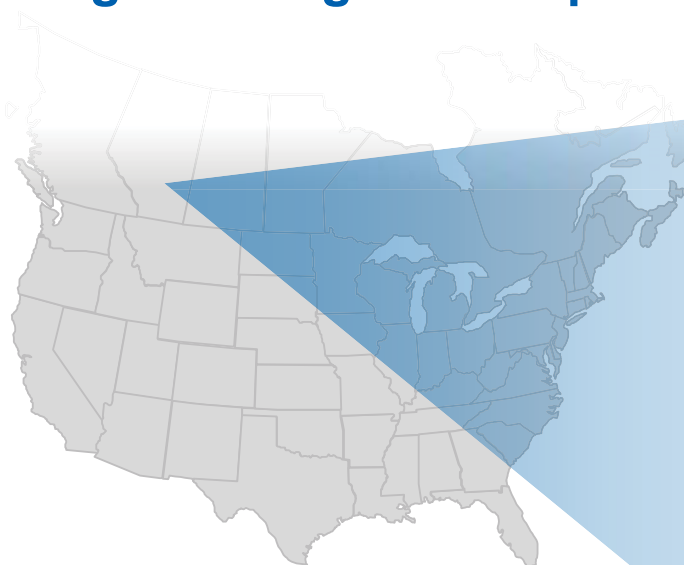


We make energy happen.™

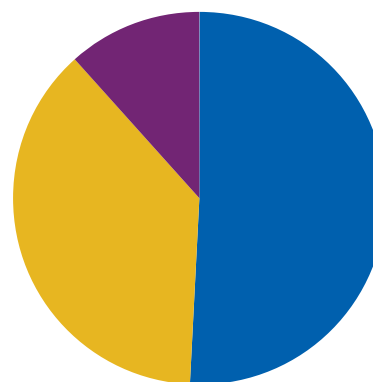
WMB – Midstream Canada

David Chappell
Vice President, Midstream Canada

Significant growth capital potential



**WMB Midstream Canada
(2012 through 2017)
Spending \$2.8 billion**



Note: Spending is the midpoint of the total in guidance + under negotiation + potential growth capital.

Extracting high-value products, providing environmental solution

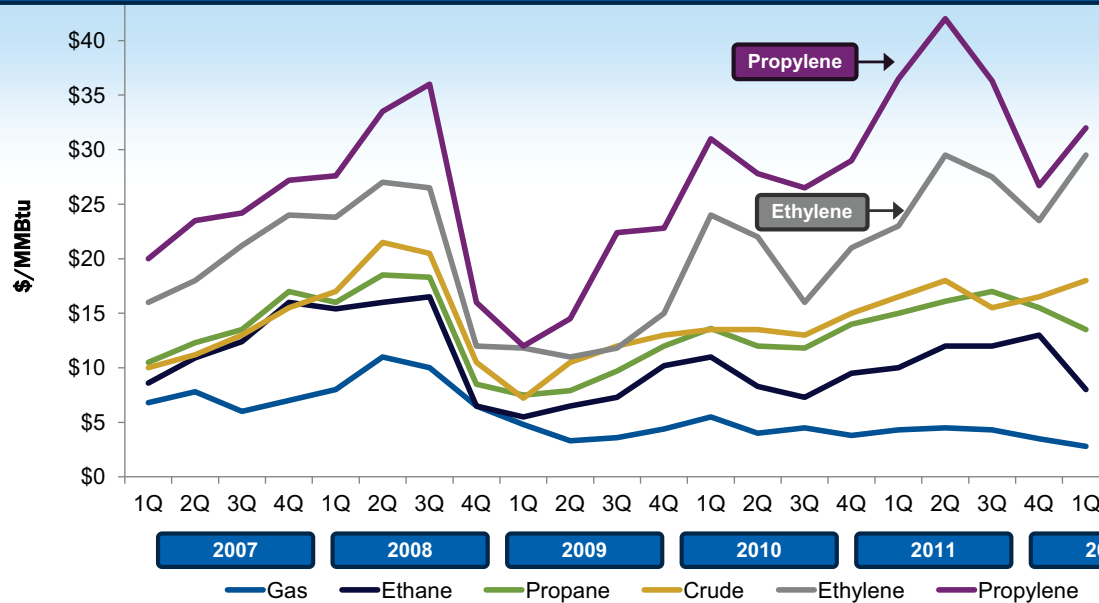
- > High-value products produced from fuel value
 - Offgas can be used as fuel in the upgrader or processed for higher value NGLS and olefins
- > Environmental benefits to the oil sands
 - Reduces CO₂ and SO₂ emissions
 - More environmental pressure = more desire to process offgas
- > Existing oil sands upgraders provide 5x growth
- > New and expanded upgraders provide 7x growth

Propylene is consistently the top of the food chain



We make energy happen.™

Olefins production from NGLs and offgas recovery adds significant additional margin potential to the natural gas value chain



Note: Historical CMAI Gulf Coast pricing converted to a \$/MMBtu basis

© 2012 The Williams Companies, Inc. All rights reserved.

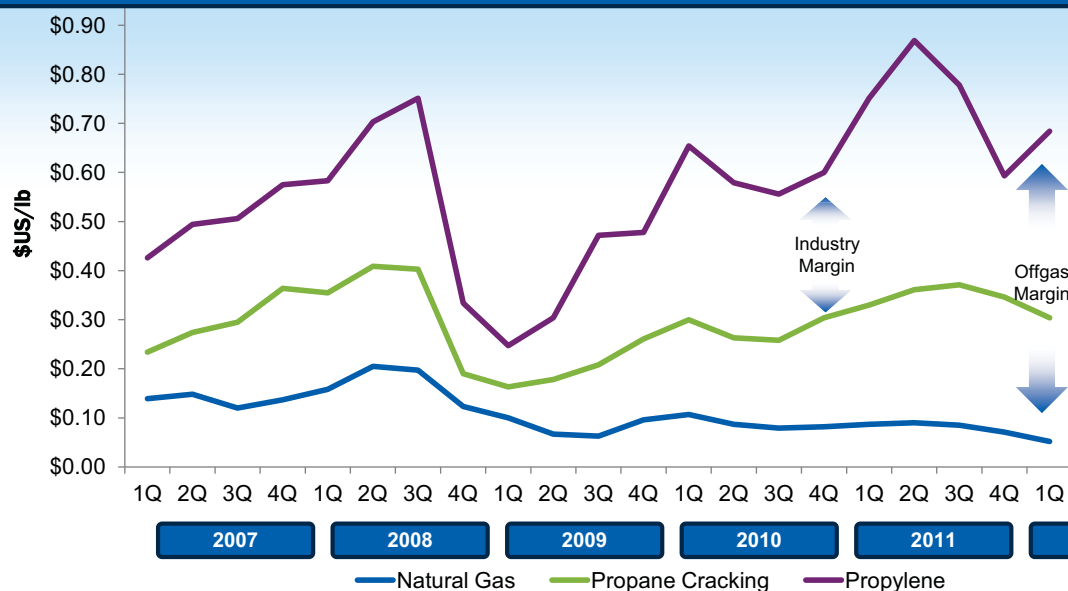
Williams Analyst Day | May 22, 2012 | C - 37

Canadian operations hold distinct feedstock cost advantage



We make energy happen.™

Offgas propylene margin



Note: Historical CMAI pricing for propylene and propane and AECO pricing for Natural Gas.
Assume 1.05 lbs of propane for each 1 lb of propylene cracked

© 2012 The Williams Companies, Inc. All rights reserved.

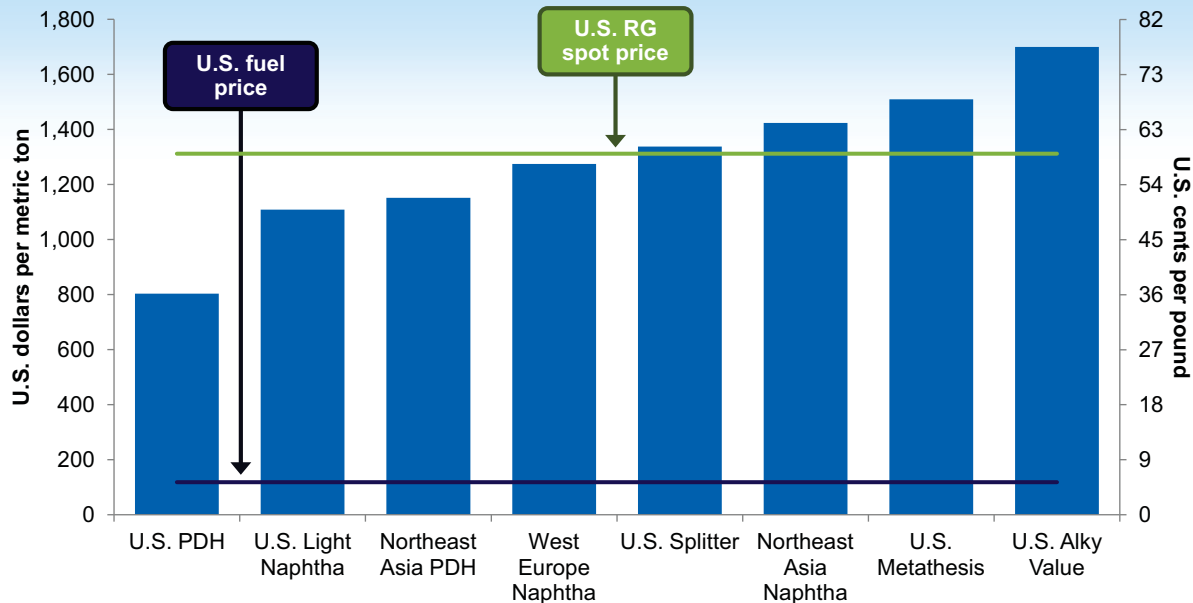
Williams Analyst Day | May 22, 2012 | C - 38

The lowest cash-cost propylene in the world



We make energy happen.™

World cash-cost comparison (May 2012)



© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 39

Uniquely positioned to open up NGL market out of Fort McMurray



We make energy happen.™



Area shown

Boreal Pipeline

- > Expected late May 2012 in-service
- > Low-risk investment utilized Williams' international cash reserves
- > 261-mile NGL pipeline from Fort McMurray to Redwater Fractionator
- > 43 Mbb/d initial capacity; 125 Mbb/d ultimate capacity with additional pump stations
- > Provides capacity for growth in the oil sands area
- > Completed under budget

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 40

Offgas ethane recovery project



We make energy happen.™



Offgas Ethane Project

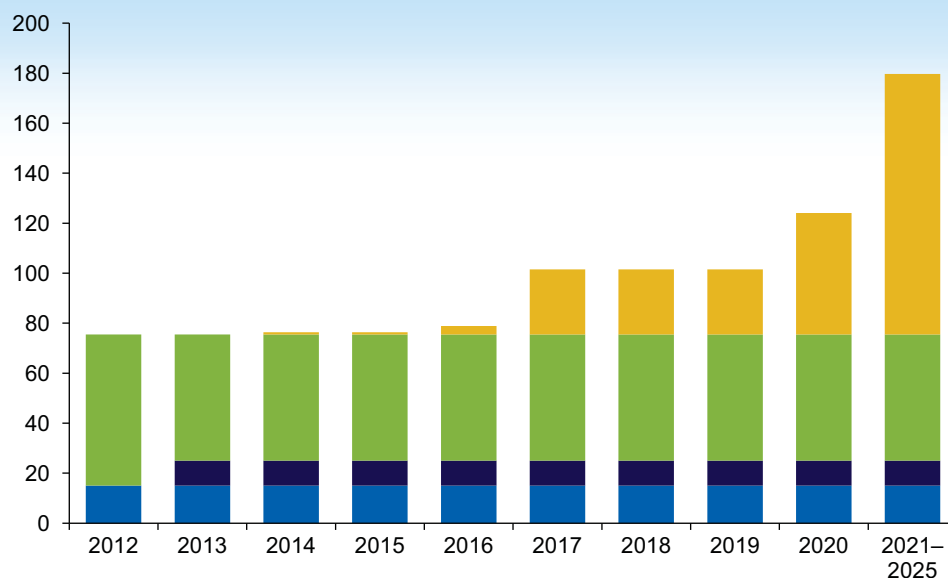
- > Long-term ethane sale to NOVA Chemicals up to 17,000 Bbls/d
- > Capacity for Suncor ethane + one more upgrader
- > Expected in-service mid-year 2013
- > Estimated project cost: \$290MM–\$340MM
- > On budget

Plenty of offgas liquids to recover today and tomorrow



We make energy happen.™

NGL / Olefins volume (Mbb/d)



Barrels from expansions and new upgraders (Voyageur, CNRL expansion, other)

Existing barrels beyond Williams' current operations (Syncrude, CNRL)

Future barrels at existing Williams operations (ethane recovery from Suncor)

Barrels at existing Williams operations (C3+) (Suncor)

Williams' strategic advantages in the oil sands



We make energy happen.™

- > Only company in the world extracting and fractionating olefin/NGL mixes from oil sands offgas
- > Williams' strong position
 - Spare capacity in many components of system
 - Non-oil sands based NGL/olefin mixture processing
 - Refineries
 - Petrochemical plants
- > Economies of scale by leveraging off existing infrastructure



We make energy happen.™

WMB/WPZ – Petchem and NGL Services

Mac Hummel
Vice President, NGLs & Olefins

Petchem and NGL Services



We make energy happen.™

Our businesses

> Petchem Services

- Geismar cracker
- NGL and petchem distribution systems
- Ethylene hub
- Refinery grade propylene splitter

> NGL Services

- Conway fractionation and storage
- Overland Pass Pipeline (OPPL)

> NGL & Olefins Marketing

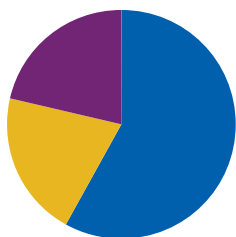


Significant growth capital potential

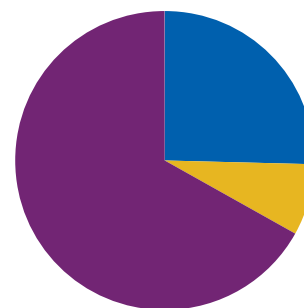


We make energy happen.™

**WPZ Petchem/NGL Services
(2012 through 2017)
Spending \$0.7 billion**



**WMB Petchem Services
(2012 through 2017)
Spending \$1.8 billion**



- In guidance (2012–2014)
- Under negotiation (2012–2017)
- Potential (2012–2017)

Note: Spending is the midpoint of the total in guidance + under negotiation + potential growth capital

Williams poised to thrive amid U.S. petchem resurgence



We make energy happen.™

U.S. industry

- > Abundant NGLs
- > Globally competitive ethylene
- > Ethylene short
- > Petchem and NGL growth requires connectivity

Williams advantage

- > Balanced equity ethane position
- > Speed to market (Geismar expansion)
- > Geismar area shorter ethylene than other areas
- > Proven track record, strategic infrastructure and services mindset

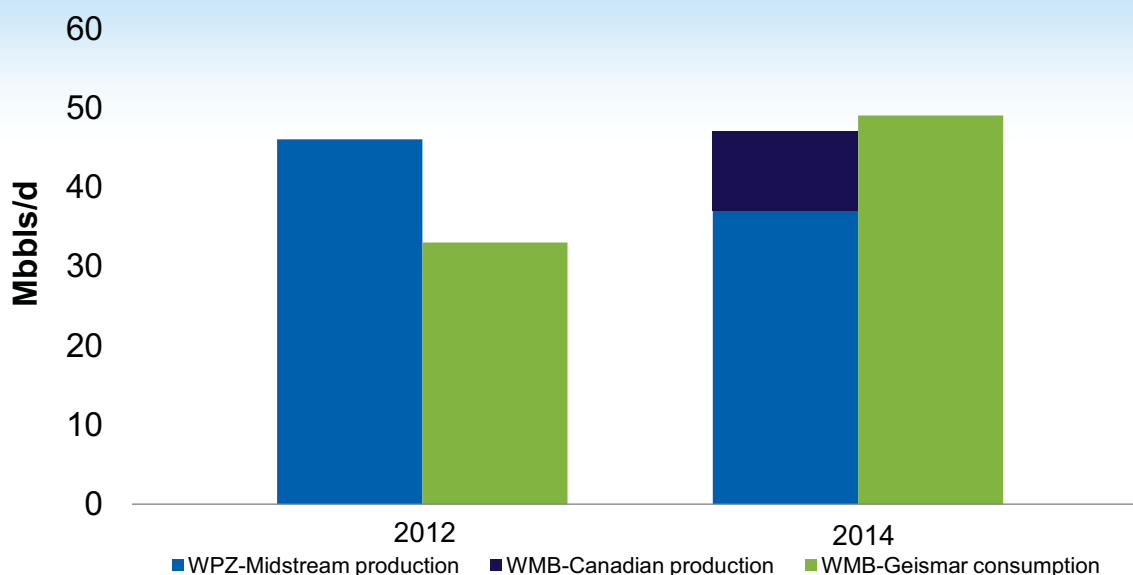


Williams' ethane production balanced by natural hedge with ethane consumption



We make energy happen.™

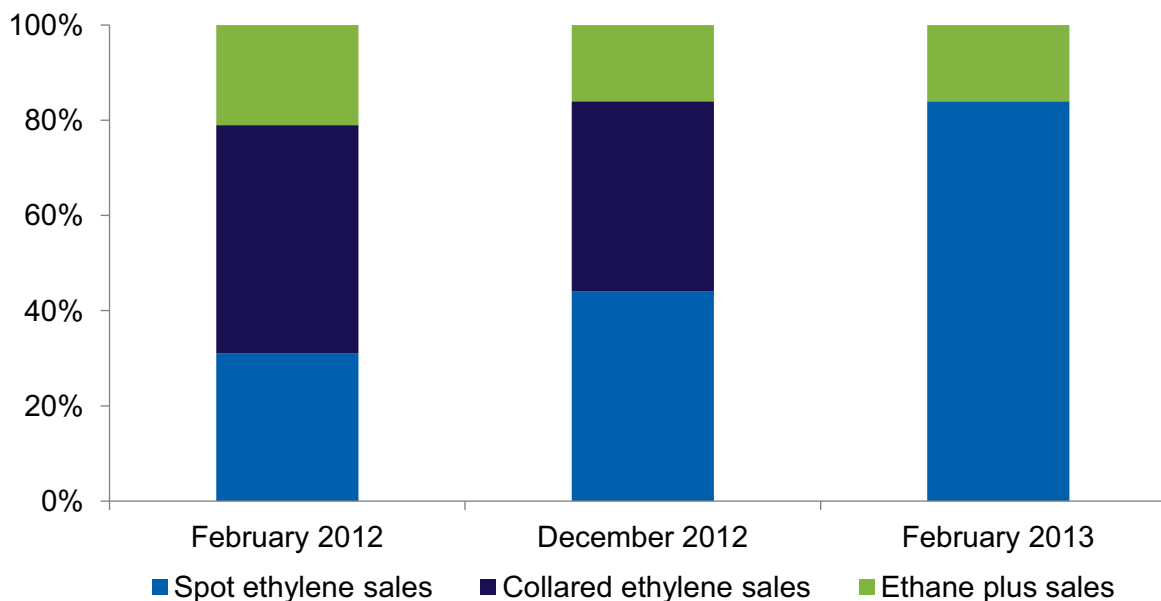
Expected net equity ethane position



Williams' natural ethane to ethylene hedge expected to build over time



We make energy happen.™



Optimizing connectivity, market access for petchems and NGL growth



We make energy happen.™





We make energy happen.™

WMB/WPZ – Midstream Key Points

Rory Miller
President

© 2012 The Williams Companies, Inc. All rights reserved.

WMB/WPZ – Midstream Overview



We make energy happen.™

WMB/WPZ – Midstream key points

- > Strategy delivering strong financial performance
 - Focus on successful project execution of our strategic growth opportunities
 - Significant progress in building scale in Marcellus
 - Well-positioned for emerging rich gas and crude oil plays
 - Long-term growth opportunities driven by solid reputation
- > Balancing commodity exposure by increasing fee-based revenue
- > Commodities and infrastructure continue to be favorable for midstream
- > Leveraging our first-mover advantage in Canada
- > Capitalizing on speed-to-market expansion of Geismar

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | C - 52



We make energy happen.™

WPZ and WMB: Financial Outlook

Don Chappel, Chief Financial Officer

© 2012 The Williams Companies, Inc. All rights reserved.

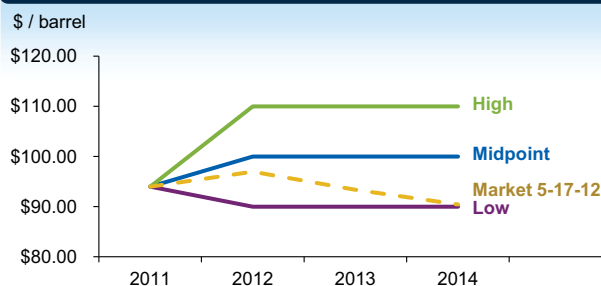
Financial Outlook – WPZ and WMB

Commodity price assumptions

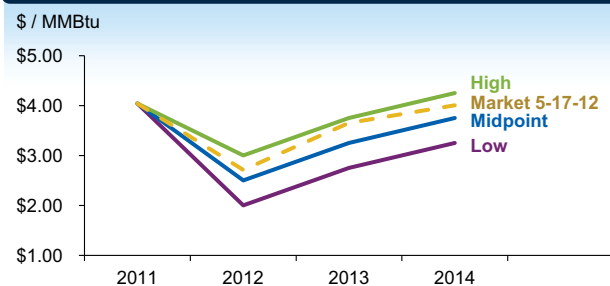


We make energy happen.™

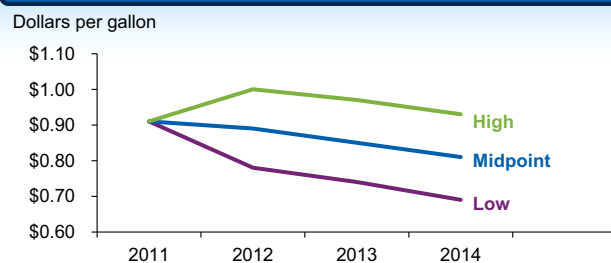
Crude oil – WTI



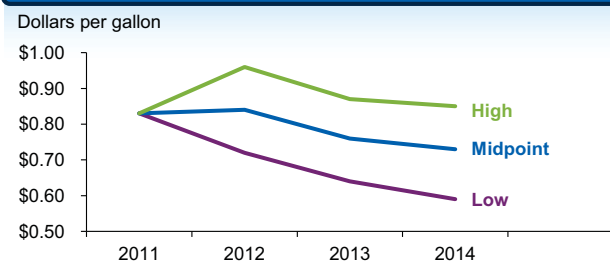
Natural gas – Henry Hub



Composite frac spread¹



Average NGL margins



Notes: ¹ Natural Gas = Henry Hub; NGL = Mont Belvieu

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 2



We make energy happen.™

Williams Partners L.P. (WPZ) Outlook

© 2012 The Williams Companies, Inc. All rights reserved.

Financial Outlook – WPZ

2011–2014 financial metrics

(Midpoint of guidance, dollars in millions, except per unit amounts)



We make energy happen.™

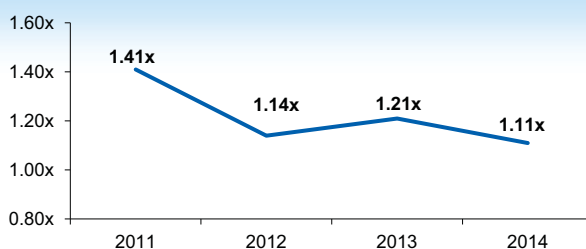
Adjusted segment profit¹ + DD&A



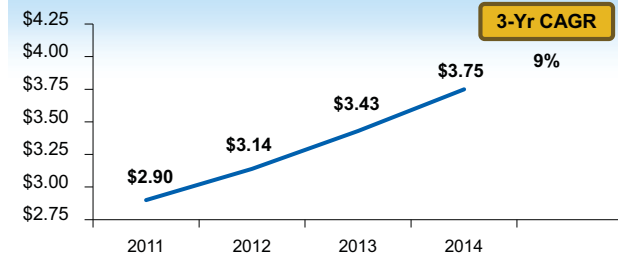
Distributable cash flow¹ (attributable to partnership operations)



Distribution coverage ratio¹



Cash distributions per unit²



Notes: ¹ Adjusted Segment Profit, Distributable Cash Flow Attributable to Partnership Operations and Distribution Coverage Ratio are non-GAAP measures. A reconciliation to the most relevant GAAP measure is included in this presentation. ² Distributions reflect a quarterly increase of 1.5¢ in 2012 and 2.0¢ (8-10% annually) in 2013-2014.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 4

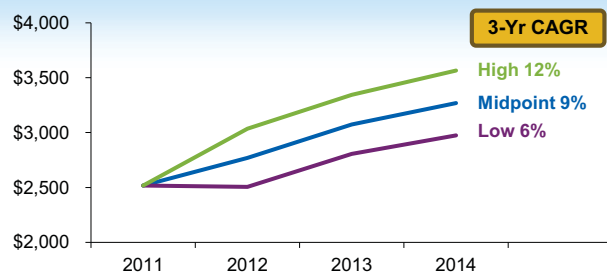
2011–2014 financial metrics

(Midpoint of guidance, dollars in millions, except per unit amounts)

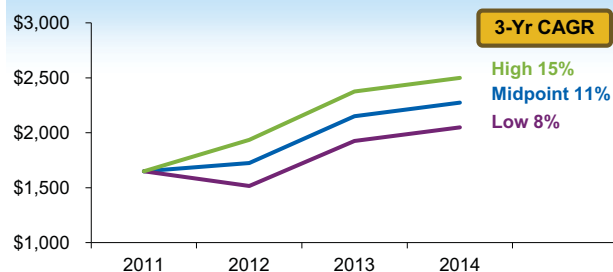


We make energy happen.™

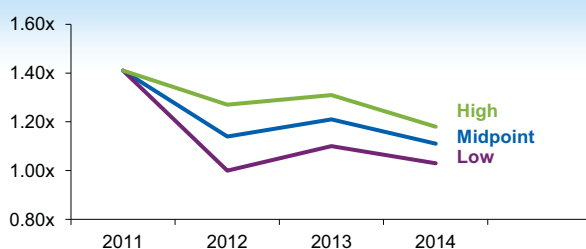
Adjusted segment profit¹ + DD&A



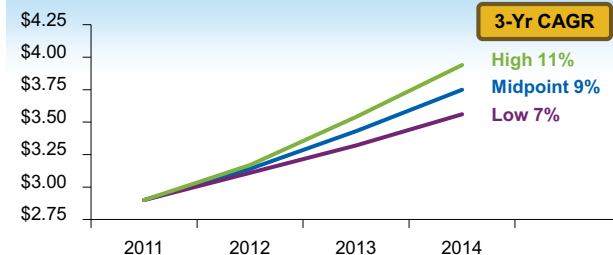
Distributable cash flow¹ (attributable to partnership operations)



Distribution coverage ratio¹



Cash distributions per unit²



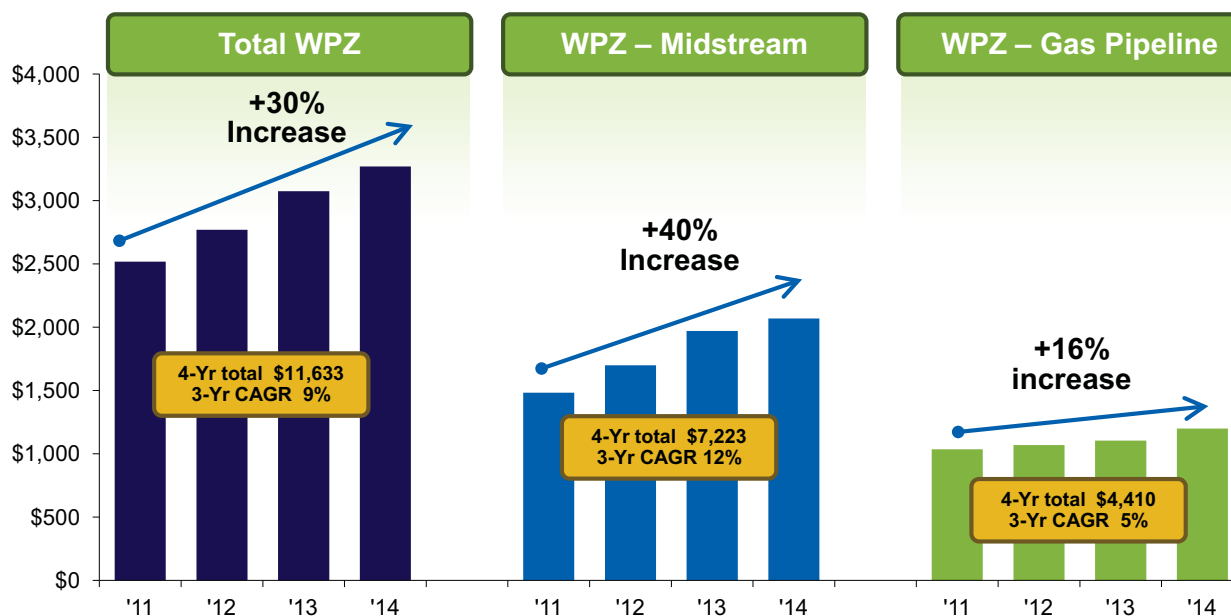
Notes: ¹ Adjusted Segment Profit, Distributable Cash Flow Attributable to Partnership Operations and Distribution Coverage Ratio are non-GAAP measures. A reconciliation to the most relevant GAAP measure is included in this presentation. ² Distributions reflect annual per-unit growth rates of 7-9% in 2012 and 7-12% in 2013 and 2014.

Solid segment profit + DD&A growth



We make energy happen.™

Adjusted segment profit¹ + DD&A (midpoint of guidance, dollars in millions)

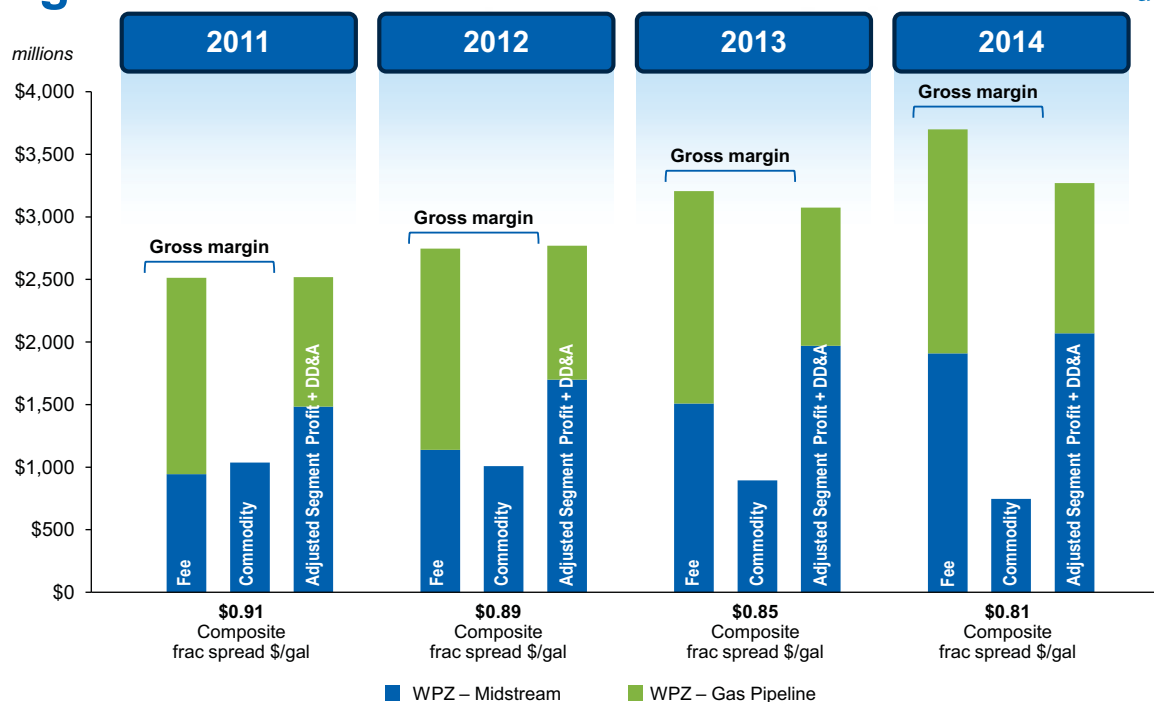


Notes: ¹ A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation.

Growing fee-based business supports higher distributions



We make energy happen.™



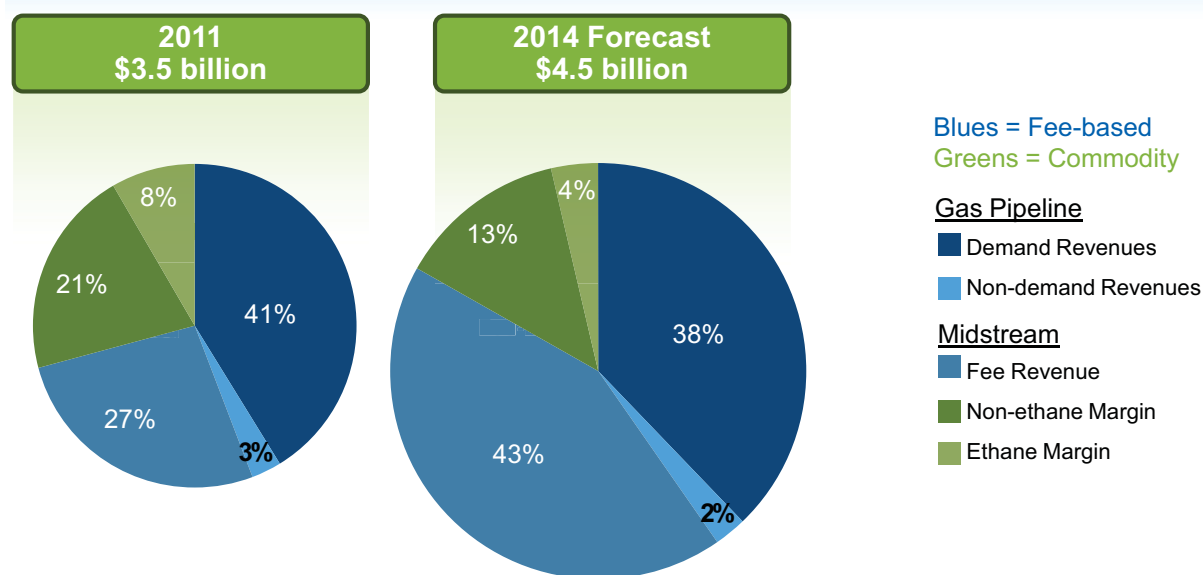
Notes: Based on midpoint of guidance. Gross Margin is gross revenues less related product costs and certain gas pipeline revenues, which exclude tracked operating costs. A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation.

Expect fee-based revenues to increase to >80% of business by 2014



We make energy happen.™

WPZ total gross margin*



*Gross Margin is gross revenues less related product costs and certain gas pipeline revenues, which are related to tracked operating costs.

Visibility to diversity of growth



We make energy happen.™

Growth investment spending by supply and market areas



Note: Guidance presented here is at the midpoint of ranges.

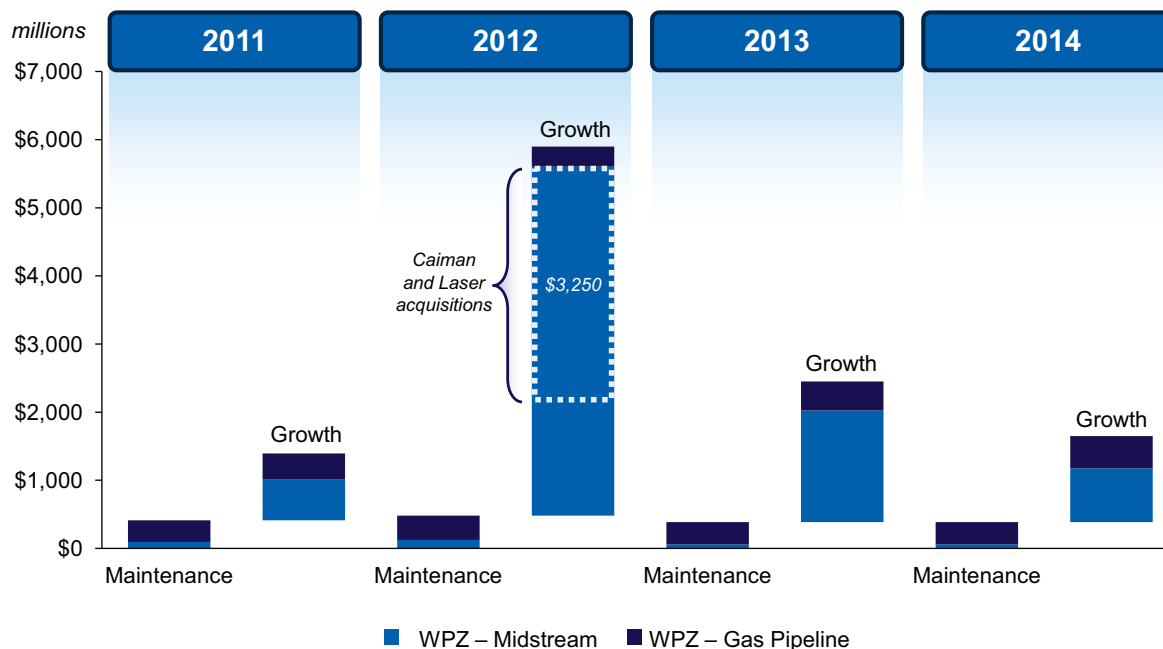
© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 9

Growth investments of ~\$8.8 billion in guidance, plus significant additional investment opportunities



We make energy happen.™



Note: Based on midpoint of guidance. The company expects additional growth investments that are not included in this guidance.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 10

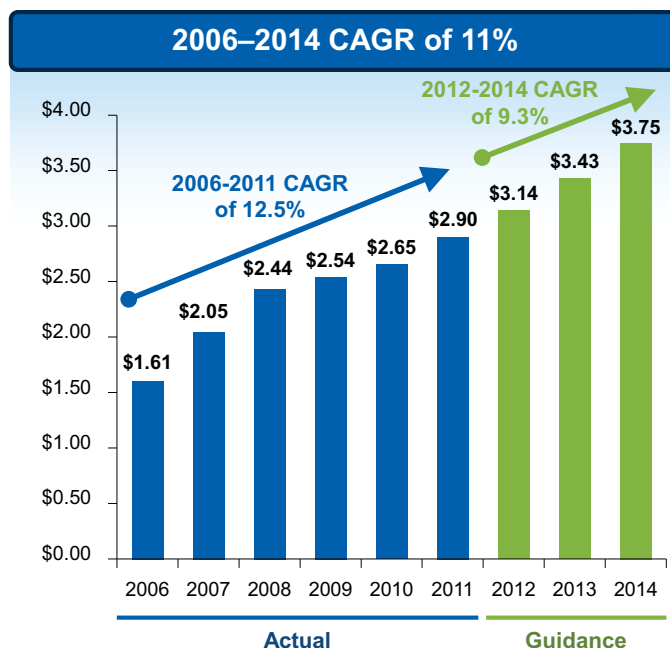
Cash distribution growth

(midpoint of guidance, distributions per L.P. unit)



We make energy happen.™

- > History of strong distribution growth
- > Current guidance reflects annual distribution growth of 8–10%
- > WPZ projects strong cash flow from operations (CFFO) of \$2.1 billion in 2012
- > Cash flows are anchored by fee-based businesses, which are projected to account for about 73% of WPZ's 2012 gross margins, growing to 83% in 2014



WPZ is a superior investment



We make energy happen.™

- > Continued strong distributable cash flow growth and coverage ratio
- > Growing fee-based businesses
- > Deep, diverse, long-range set of growth opportunities
- > Growing premier position in Marcellus Shale; entering Utica Shale
- > Clear cash distribution guidance growth of more than 8% in 2012; 8%-10% in each 2013 and 2014
- > Committed to investment-grade credit metrics and ratings
- > WMB provides strong support to WPZ
 - \$1.0 billion investment and IDR waiver in support of Caiman acquisition



We make energy happen.™

Williams (WMB) Outlook

© 2012 The Williams Companies, Inc. All rights reserved.

Financial Outlook – WMB

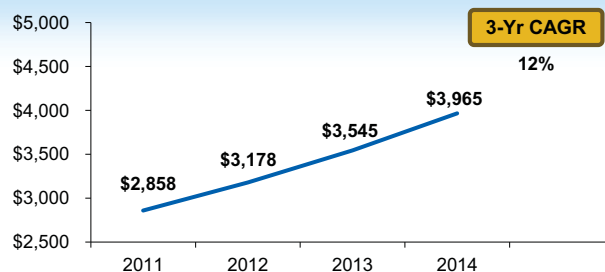
2011–2014 financial metrics

(Midpoint of guidance, dollars in millions except per share amounts)

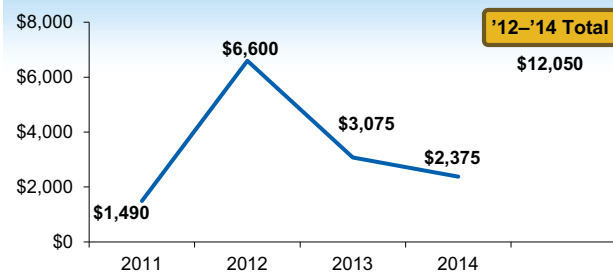


We make energy happen.™

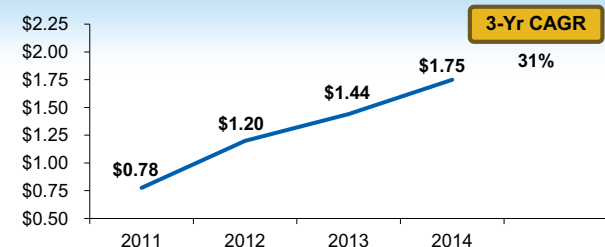
Adjusted segment profit¹ + DD&A



Capital expenditures²



Dividends per share



Adjusted earnings per share (EPS)³



Notes: ¹ A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation.

² Capital Expenditures excludes under negotiation projects, potential projects & acquisitions

³ A more detailed schedule reconciling Reported EPS to Adjusted EPS is provided in this presentation.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 14

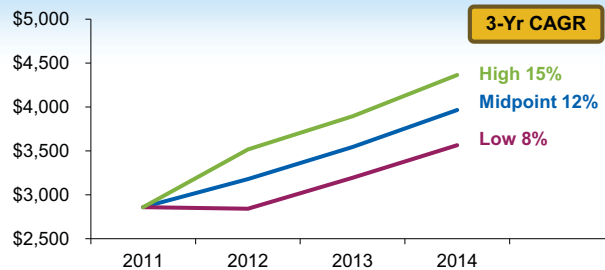
2011–2014 financial metrics

(Midpoint of guidance, dollars in millions except per share amounts)

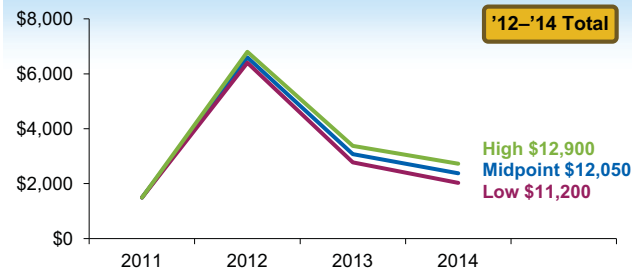


We make energy happen.™

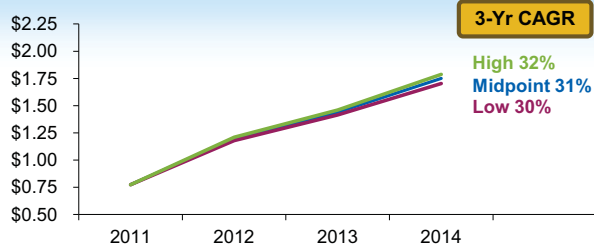
Adjusted segment profit¹ + DD&A



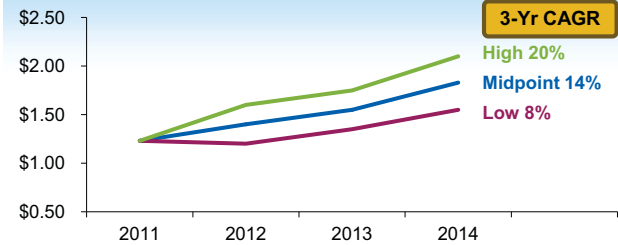
Capital expenditures²



Dividends per share



Adjusted earnings per share (EPS)³



Notes: ¹ A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation.

² Capital Expenditures excludes under negotiation projects, potential projects & acquisitions

³ A more detailed schedule reconciling Reported EPS to Adjusted EPS is provided in this presentation.

© 2012 The Williams Companies, Inc. All rights reserved.

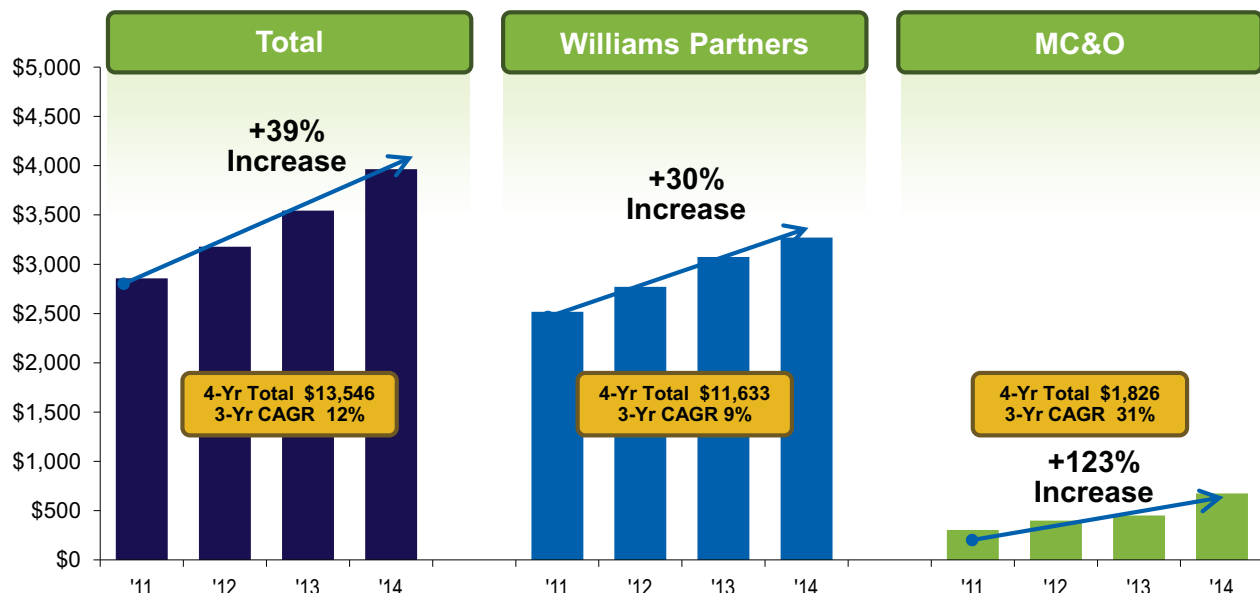
Williams Analyst Day | May 22, 2012 | D - 15

Solid segment profit + DD&A growth



We make energy happen.™

Adjusted segment profit¹ + DD&A (midpoint of guidance, dollars in millions)



Notes: ¹ A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation. "Other" adjusted segment profit + DD&A of \$37 in 2011, \$10 in 2012, \$20 in 2013, and \$20 in 2014 is included in total.

© 2012 The Williams Companies, Inc. All rights reserved.

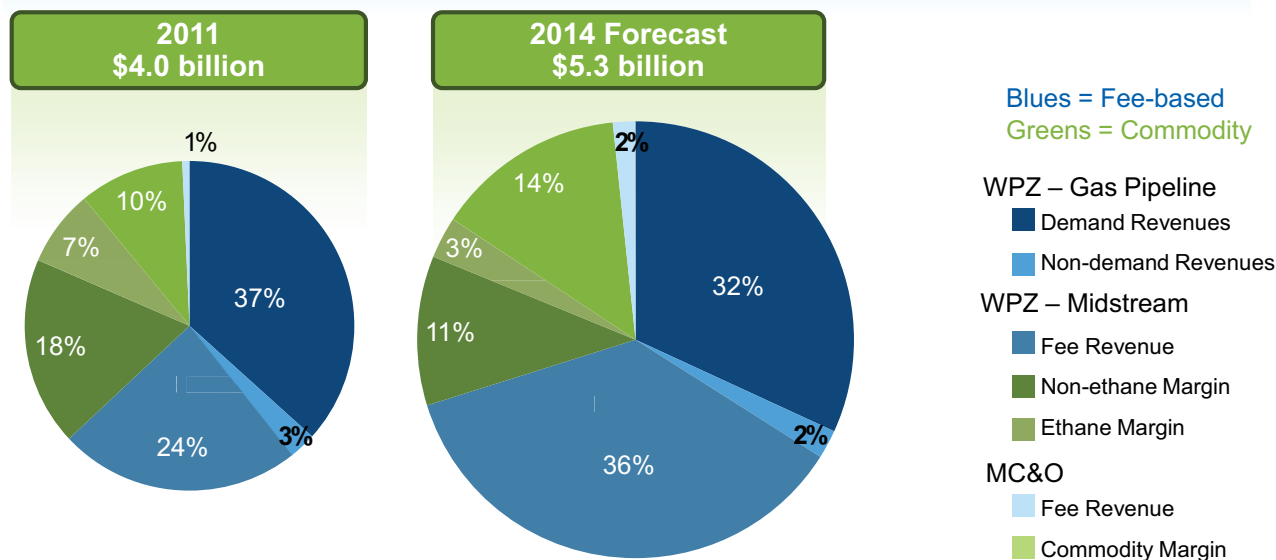
Williams Analyst Day | May 22, 2012 | D - 16

Expect fee-based revenues to increase to >70% of business by 2014



We make energy happen.™

WMB total gross margin*



*Gross Margin is gross revenues less related product costs and certain gas pipeline revenues, which are related to tracked operating costs.

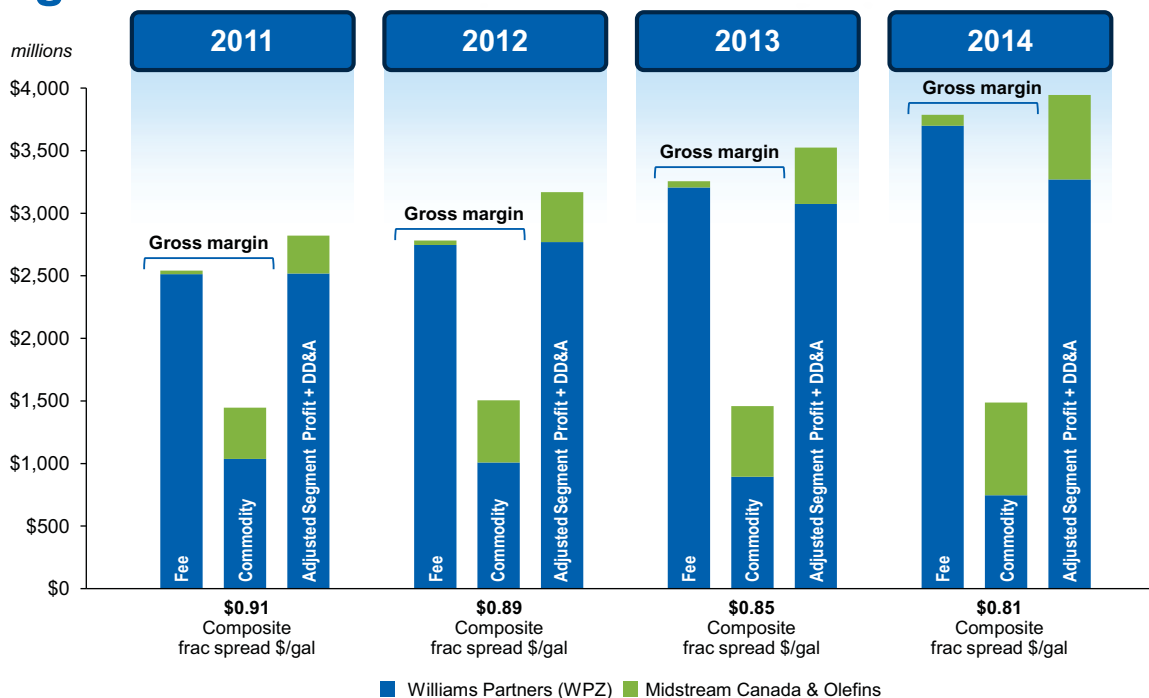
© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 17

Growing fee-based business supports higher dividends



We make energy happen.™



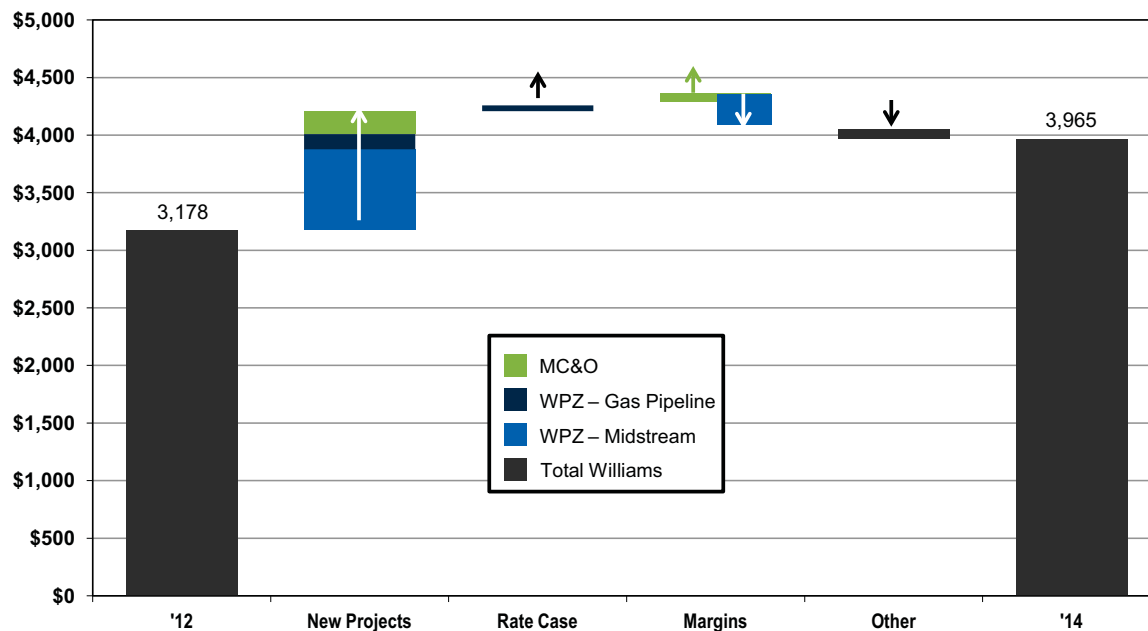
Notes: Based on midpoint of guidance. Gross Margin is gross revenues less related product costs and certain gas pipeline revenues, which exclude tracked operating costs. A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 18

Solid segment profit + DD&A growth

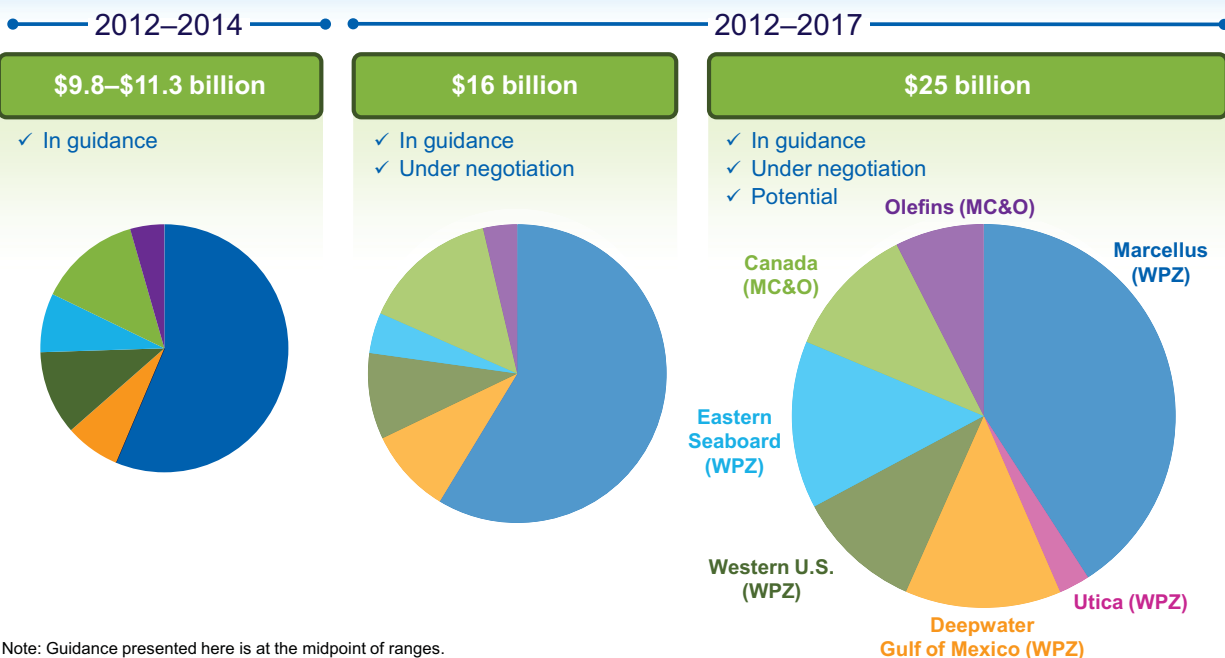
New projects drive annual Segment Profit¹ + DD&A growth of nearly 12%



Notes: ¹ A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation.

Visibility to diversity of growth

Growth capital investments by supply and market areas

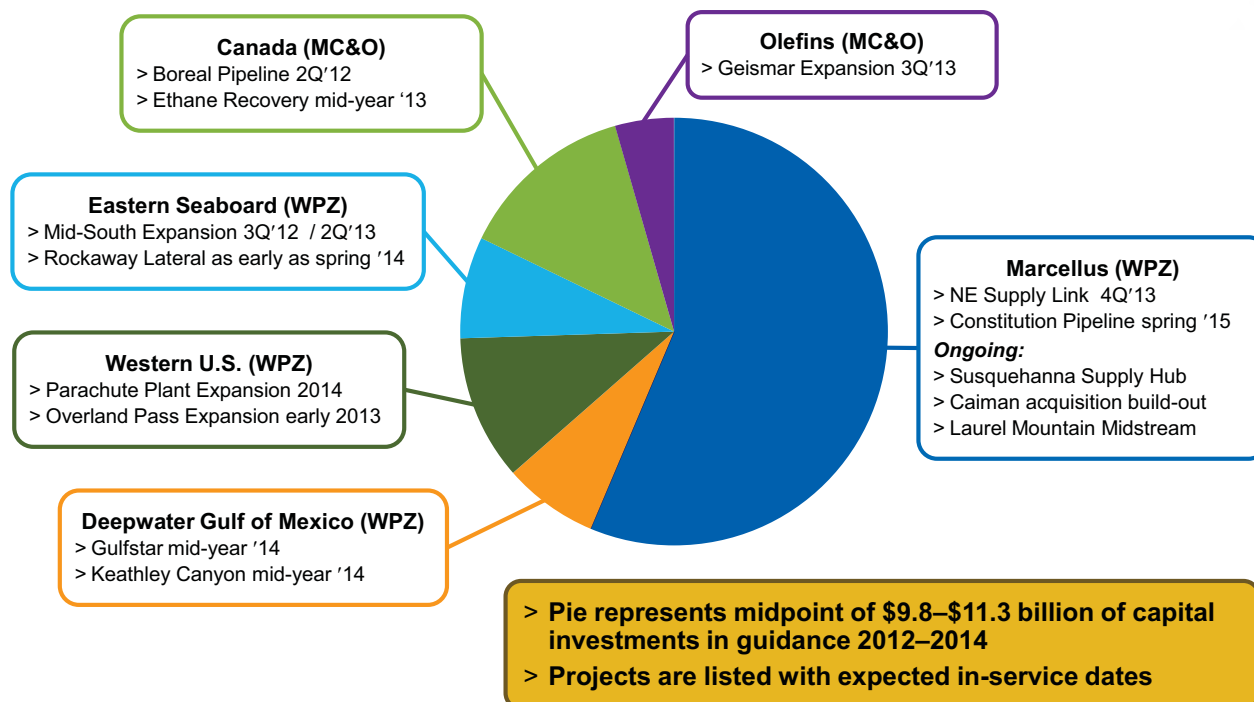


Note: Guidance presented here is at the midpoint of ranges.



We make energy happen.™

Major 2012–2014 projects on track



© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 21



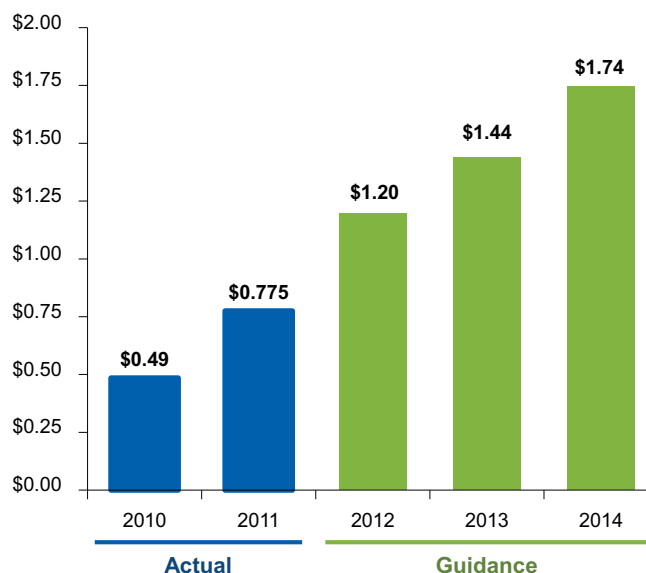
We make energy happen.™

Cash dividends per share growth

(Midpoint of guidance)

- > Williams now pursuing a high dividend/ high growth strategy
- > Current guidance reflects dividend increases of 55% in 2012 and about 20% in both 2013 and 2014
- > Williams continues to project strong cash flow from operations (CFFO)
- > Cash flows are anchored by fee-based businesses, which are projected to account for about 65% of Williams' 2012 gross margin
- > Cash distributions from WPZ to WMB, projected to total \$1.1 billion in 2012, support the WMB dividend
- > Williams also has strong & growing cash flows from MC&O, expected to contribute over \$175 million in 2012 (after taxes and coverage)

2010–2014 CAGR of 37%



© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 22

Dividend Illustration

(\$ in millions except per share amounts)



We make energy happen.™

Williams positioned to provide shareholders strong dividend increases

Midpoint of Guidance	2012	2013	2014
Distributions from WPZ ¹	\$1,105	\$1,291	\$1,525
Less Cash Taxes ²	(276)	(323)	(381)
Net Distributions from WPZ	829	968	1,144
Corporate Interest (Net of Tax)	(81)	(81)	(81)
Corporate Capex	(50)	(25)	(25)
Midstream Canada & Olefins Adjusted Cash Flow After Coverage ³	177	205	360
Cash Flow Available for Dividends	875	1,067	1,398
Expected Dividends Paid ⁴	(\$744)	(\$910)	(\$1,113)
Excess Cash Flow Available⁵	\$131	\$157	\$285
Dividend Per Share	\$1.20	\$1.44	\$1.75
Annual Growth Rate	55%	20%	21%

Notes:

¹ Assumes WPZ distributions per unit are increased at a rate of 1.5¢ per quarter in 2012, and then increased by 2.0¢ per quarter in 2013 and 2014.² Cash taxes estimated at an average normalized rate of 25% of distributions. Actuals cash taxes may vary.³ See Midstream Canada & Olefins Adjusted Cash Flow Available slide for additional details.⁴ Assumes dividend per share is increased to 30¢ in 2Q 2012, then increased by 1.25¢ per quarter in 3Q and 4Q 2012. Annual dividends assumed to increase by approximately 20% in 2013 and 2014.⁵ Excess Cash Flow Available excludes assumed coverage at WPZ and MC&O of approximately \$300 to \$400 million.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 23

Midstream Canada & Olefins (MC&O) Adjusted cash flow available



We make energy happen.™

MC&O positioned to contribute significantly to dividend growth

	2012 Guidance			2013 Guidance			2014 Guidance		
	Low	Midpoint	High	Low	Midpoint	High	Low	Midpoint	High
Adjusted Segment Profit ¹ + DD&A	\$330	\$398	\$465	\$370	\$450	\$530	\$570	\$675	\$780
Less: Maintenance Capex	(25)	(30)	(35)	(25)	(30)	(35)	(5)	(10)	(15)
Less: General Corp Costs	(15)	(20)	(25)	(15)	(20)	(25)	(20)	(25)	(30)
Less: Interest Expense (Canada)	–	–	–	–	–	–	–	(5)	(10)
Less: Cash Taxes ²	(90)	(108)	(125)	(100)	(120)	(140)	(150)	(175)	(200)
Adjusted Cash Flow	\$200	\$240	\$280	\$230	\$280	\$330	\$395	\$460	\$525
Assumed Coverage	(23)	(63)	(103)	(25)	(75)	(125)	(35)	(100)	(165)
Adjusted Cash Flow Available After Coverage	\$177	\$177	\$177	\$205	\$205	\$205	\$360	\$360	\$360
Coverage Ratio³	1.13x	1.36x	1.58x	1.12x	1.37x	1.61x	1.10x	1.28x	1.46x

Notes:

¹ A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation² Cash taxes estimated at 25% of pretax income for Midstream Canada and 35% of pretax income for Gulf Olefins.³ Calculated as follows: Adjusted Cash Flow / Adjusted Cash Flow Available After Coverage

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 24

Interests aligned, growth outlook enhanced



We make energy happen.™

Increased growth projects and acquisitions at **WPZ**...

- > Increase in unit distributions
- > Increase in EBITDA and distributable cash flow
- > Growth capital funded at **WPZ**
- > Growth in unit price

...Lead to more value at **WMB**

- > More cash received from distributions and IDRs
- > Higher earnings per share
- > Ability to focus **WMB's** free cash flow on dividends
- > Growth in share price

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 25

MLP business model drives strong cash distributions from WPZ

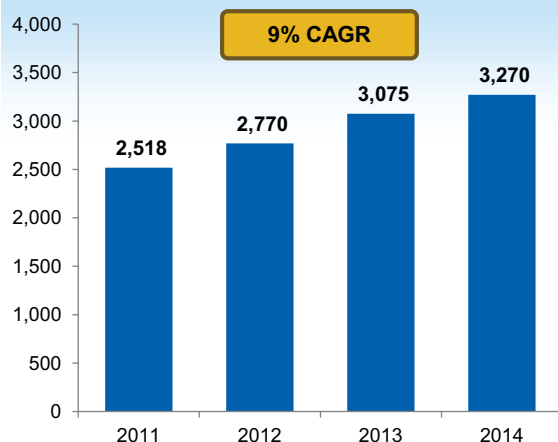


We make energy happen.™

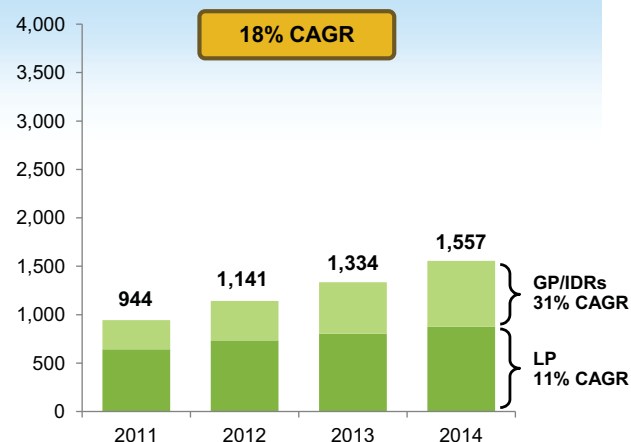
Midpoint of guidance (\$ in millions)

WPZ business grows at 9% – GP / IDRs grow at 31%

WPZ adjusted segment profit¹ + DD&A



WPZ distributions² to WMB



Notes:

¹ A more detailed schedule reconciling Reported segment profit to Adjusted segment profit is provided in this presentation.

² Distributions in 2012 reflect quarterly increases of 1.5¢ over the 1Q 2012 distribution of \$0.7775. In 2013-2014 distributions reflect quarterly increases of 2.0¢.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 26

Premier energy-infrastructure investment



We make energy happen.™

- > Williams transformed to deliver shareholders high-growth, high-dividend growth
- > Expecting continued strong fee-based earnings growth
- > Deep, diverse, long-range set of growth opportunities
- > Growing premier position in Marcellus Shale; entering Utica Shale
- > Guidance shows clear dividend growth
 - Expected full-year dividend for 2012 of \$1.20 is up 55% over 2011
 - Expecting 20% annual dividend growth in each 2013 and 2014



We make energy happen.™

Appendix

Price assumptions and financial impacts



We make energy happen.™

Dollars in millions	2011 Actual	2012 Guidance			2013 Guidance			2014 Guidance		
		Low	Midpoint	High	Low	Midpoint	High	Low	Midpoint	High
Crude Oil – WTI	\$94.01	\$90.00	\$100.00	\$110.00	\$90.00	\$100.00	\$110.00	\$90.00	\$100.00	\$110.00
Natural Gas – Henry Hub	\$4.04	\$2.00	\$2.50	\$3.00	\$2.75	\$3.25	\$3.75	\$3.25	\$3.75	\$4.25
Rockies	\$3.78	\$1.85	\$2.35	\$2.85	\$2.60	\$3.10	\$3.60	\$3.05	\$3.55	\$4.05
San Juan	\$3.82	\$1.90	\$2.40	\$2.90	\$2.60	\$3.10	\$3.60	\$3.05	\$3.55	\$4.05
Crude to Gas Ratio ¹	23.3x	36.7x	40.8x	45.0x	29.3x	31.0x	32.7x	25.9x	26.8x	27.7x
NGL to Crude Oil Relationship ²	56%	44%	46%	48%	45%	47%	49%	45%	47%	49%
Average NGL Margins ³	\$0.83	\$0.72	\$0.84	\$0.96	\$0.64	\$0.76	\$0.87	\$0.59	\$0.73	\$0.85
Composite Frac Spread ⁴	\$0.91	\$0.78	\$0.89	\$1.00	\$0.74	\$0.85	\$0.97	\$0.69	\$0.81	\$0.93
Capex & Investments ⁵	\$1,490	\$6,400	\$6,600	\$6,800	\$2,775	\$3,075	\$3,375	\$2,025	\$2,375	\$2,725
Adjusted Segment Profit ⁶	\$2,197	\$2,075	\$2,388	\$2,700	\$2,350	\$2,675	\$3,000	\$2,625	\$3,000	\$3,375
Depreciation, Depletion and Amortiz. (DD&A)	\$661	\$765	\$790	\$815	\$845	\$870	\$895	\$940	\$965	\$990
Adjusted Segment Profit ⁶ + DD&A	\$2,858	\$2,840	\$3,178	\$3,515	\$3,195	\$3,545	\$3,895	\$3,565	\$3,965	\$4,365
Adjusted Diluted EPS ⁶	\$1.23	\$1.20	\$1.40	\$1.60	\$1.35	\$1.55	\$1.75	\$1.55	\$1.83	\$2.10

Notes: ¹ Oil = WTI; Natural Gas = Henry Hub. ² Calculated as the price of natural gas liquids as a percentage of the price of crude oil on an equal volume basis.

³ Dollars per gallon for WPZ only. ⁴ Natural Gas = Henry Hub; NGL = Mont Belvieu; Dollars per gallon. ⁵ Dollars in millions. Includes purchases of property, plant & equipment; investments; and businesses, including those funded by issuance of equity directly to the seller. For partially owned joint ventures, amount only includes our proportionate share of forecasted capital investments. ⁶ Adjusted Segment Profit (shown in millions) and Adjusted Diluted EPS are non-GAAP measures.

A reconciliation to the most relevant GAAP measure is provided in this presentation.

2012–2014 adjusted segment profit + DD&A guidance



We make energy happen.™

Dollars in millions	2012 Guidance	2013 Guidance	2014 Guidance
Williams Partners (WPZ)	\$2,505 – 3,035	\$2,805 – 3,345	\$2,975 – 3,565
Midstream Canada & Olefins	330 – 465 280 – 415	370 – 530	570 – 780 520 – 730
Other	5 – 15	20	20
Total Adjusted Segment Profit + DD&A	\$2,840 – 3,515 2,790 – 3,465	\$3,195 – 3,895	\$3,565 – 4,365 3,515 – 4,315

Notes: If guidance has changed, previous guidance is shown in italics directly below.

A reconciliation of Adjusted segment profit to Reported segment profit is included in this presentation.

2012–2014 adjusted income guidance



We make energy happen.™

Dollars in millions, except per-share amounts	2012 Guidance	2013 Guidance	2014 Guidance
Adjusted segment profit	\$2,075 – 2,700	\$2,350 – 3,000	\$2,625 – 3,375
Net interest expense	(480) – (500)	(490) – (520)	(560) – (620)
General corporate/other/rounding	(150) – (175)	(155) – (185)	(155) – (185)
Pretax income	\$1,445 – 2,025	\$1,705 – 2,295	\$1,910 – 2,570
Provision for income tax	(425) – (585)	(495) – (700)	(585) – (785)
Adjusted income from continuing operations	\$1,020 – 1,440	\$1,210 – 1,595	\$1,325 – 1,785
Net Income attributable to non-controlling interests	(255) – (420)	(345) – (475)	(325) – (430)
Amounts attributable to Williams:			
Adjusted income from continuing operations	\$765 – 1,020	\$865 – 1,120	\$1,000 – 1,350
Adjusted Diluted EPS	\$1.20 – 1.60	\$1.35 – 1.75	\$1.55 – 2.10

Note: A more detailed schedule reconciling Income from continuing operations to Adjusted income from continuing operations is provided in this presentation. A reconciliation of Adjusted segment profit to Reported segment profit is included in this presentation.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 31

2012–2014 capital expenditures¹ guidance



We make energy happen.™

Dollars in millions	2012 Guidance	2013 Guidance	2014 Guidance
Williams Partners (WPZ)	\$5,750 – 6,050	\$2,250 – 2,650 <i>2,175 – 2,575</i>	\$1,450 – 1,850
Midstream Canada & Olefins	600 – 700	500 – 700	570 – 850
Other / Corporate	50	25	25
Total capital expenditures	\$6,400 – 6,800	\$2,775 – 3,375 <i>2,700 – 3,300</i>	\$2,025 – 2,725

Notes:

If guidance has changed, previous guidance is shown in italics directly below.

¹Includes purchases of property, plant & equipment; investments; and businesses, including those funded by issuance of equity directly to the seller. For partially owned joint ventures, amount only includes our proportionate share of forecasted capital investments.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams Analyst Day | May 22, 2012 | D - 32

Price assumptions and financial impacts



We make energy happen.™

Dollars in millions, except per-share amounts	2011 Actual	2012 Guidance			2013 Guidance			2014 Guidance		
		Low	Midpoint	High	Low	Midpoint	High	Low	Midpoint	High
Crude Oil – WTI	\$94.01	\$90.00	\$100.00	\$110.00	\$90.00	\$100.00	\$110.00	\$90.00	\$100.00	\$110.00
Natural Gas – Henry Hub	\$4.04	\$2.00	\$2.50	\$3.00	\$2.75	\$3.25	\$3.75	\$3.25	\$3.75	\$4.25
Rockies	\$3.78	\$1.85	\$2.35	\$2.85	\$2.60	\$3.10	\$3.60	\$3.05	\$3.55	\$4.05
San Juan	\$3.82	\$1.90	\$2.40	\$2.90	\$2.60	\$3.10	\$3.60	\$3.05	\$3.55	\$4.05
Crude to Gas Ratio ¹	23.3x	36.7x	40.8x	45.0x	29.3x	31.0x	32.7x	25.9x	26.8x	27.7x
NGL to Crude Oil Relationship ²	56%	44%	46%	48%	45%	47%	49%	45%	47%	49%
Average NGL Margins ³	\$0.83	\$0.72	\$0.84	\$0.96	\$0.64	\$0.76	\$0.87	\$0.59	\$0.73	\$0.85
Composite Frac Spread ⁴	\$0.91	\$0.78	\$0.89	\$1.00	\$0.74	\$0.85	\$0.97	\$0.69	\$0.81	\$0.93
Capex & Investments ⁵	\$1,393	\$5,750	\$5,900	\$6,050	\$2,250	\$2,450	\$2,650	\$1,450	\$1,650	\$1,850
Adjusted Segment Profit ⁶	\$1,907	\$1,780	\$2,025	\$2,270	\$2,025	\$2,275	\$2,525	\$2,125	\$2,400	\$2,675
Depreciation, Depletion and Amortiz. (DD&A)	\$611	\$725	\$745	\$765	\$780	\$800	\$820	\$850	\$870	\$890
Adjusted Segment Profit ⁶ + DD&A	\$2,518	\$2,505	\$2,770	\$3,035	\$2,805	\$3,075	\$3,345	\$2,975	\$3,270	\$3,565
Distributable Cash Flow/Attributable to Partnership Operations ⁶	\$1,650	\$1,515	\$1,725	\$1,935	\$1,925	\$2,150	\$2,375	\$2,050	\$2,275	\$2,500
Distribution Coverage Ratio ⁶	1.41x	1.00x	1.14x	1.27x	1.10x	1.21x	1.31x	1.03x	1.11x	1.18x

Notes: ¹ Oil = WTI; Natural Gas = Henry Hub. ² Calculated as the price of natural gas liquids as a percentage of the price of crude oil on an equal volume basis. ³ Dollars per gallon. ⁴ Natural Gas = Henry Hub; NGL = Mont Belvieu; Dollars per gallon. ⁵ Dollars in millions. Includes purchases of property, plant & equipment; investments; and businesses, including those funded by issuance of equity directly to the seller. For partially owned joint ventures, amount only includes our proportionate share of forecasted capital investments. ⁶ Dollars in millions. Adjusted Segment Profit, Distributable Cash Flow Attributable to Partnership Operations and Distribution Coverage Ratio are non-GAAP measures. A reconciliation to the most relevant GAAP measure is included in this presentation.

Adjusted segment profit + DD&A guidance



We make energy happen.™

Dollars in millions	2012 Guidance	2013 Guidance	2014 Guidance
Adjusted segment profit:			
Midstream	\$1,100 – 1,550	\$1,325 – 1,775	\$1,350 – 1,850
Gas Pipeline	680 – 720	700 – 750	775 – 825
Total Adjusted segment profit	\$1,780 – 2,270	\$2,025 – 2,525	\$2,125 – 2,675
DD&A:			
Midstream	\$365 – 385	\$410 – 430	\$460 – 480
Gas Pipeline	360 – 380	370 – 390	390 – 410
Total DD&A	\$725 – 765	\$780 – 820	\$850 – 890
Adjusted segment profit + DD&A:			
Midstream	\$1,465 – 1,935	\$1,735 – 2,205	\$1,810 – 2,330
Gas Pipeline	1,040 – 1,100	1,070 – 1,140	1,165 – 1,235
Total Adjusted segment profit + DD&A	\$2,505 – 3,035	\$2,805 – 3,345	\$2,975 – 3,565

Notes: If guidance has changed, previous guidance is shown in italics directly below.
A reconciliation of Adjusted segment profit to Reported segment profit is included in this presentation.

Capital expenditures¹ guidance



We make energy happen.™

Dollars in millions	2012 Guidance	2013 Guidance	2014 Guidance
Maintenance Capex:			
Midstream	\$115 – 135	\$50 – 70	\$50 – 70
Gas Pipeline	330 – 380	300 – 350	300 – 350
Total Maintenance Capex	\$445 – 515	\$350 – 420	\$350 – 420
Growth Capex:			
Midstream	\$5,035 – 5,215	\$1,500 – 1,780	\$650 – 930
Gas Pipeline	270 – 320	400 – 450 <i>325 – 375</i>	450 – 500
Total Growth Capex	\$5,305 – 5,535	\$1,900 – 2,230 <i>1,825 – 2,155</i>	\$1,100 – 1,430
Total Capex:			
Midstream	\$5,150 – 5,350	\$1,550 – 1,850	\$700 – 1,000
Gas Pipeline	600 – 700	700 – 800 <i>625 – 725</i>	750 – 850
Total Capex	\$5,750 – 6,050	\$2,250 – 2,650 <i>2,175 – 2,575</i>	\$1,450 – 1,850

Note: If guidance has changed, previous guidance is shown in italics directly below.

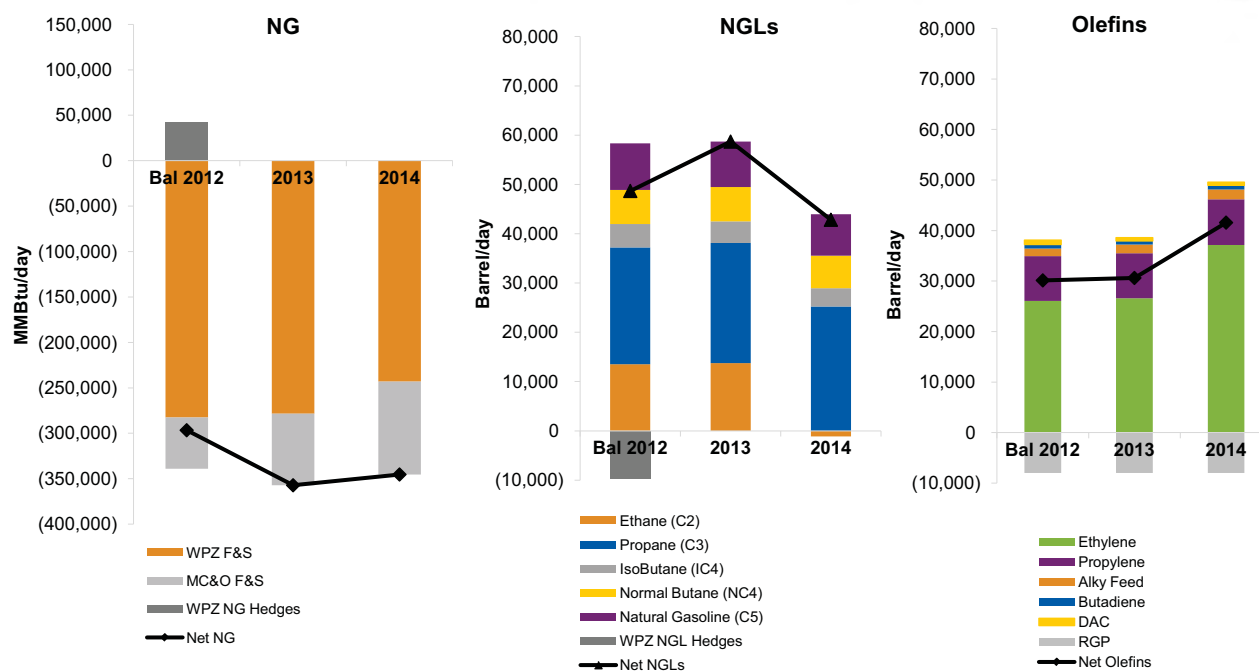
¹Includes purchases of property, plant & equipment; investments; and businesses, including those funded by issuance of equity directly to the seller.
For partially owned joint ventures, amount only includes our proportionate share of forecasted capital investments.

WMB Economic Commodity Exposure for 2012-14



Equity volumes

We make energy happen.™



- All values are undiscounted as of 05/11/2012
- NG volumes include equity exposure from WPZ and MC&O, and WPZ hedges
- NGL volumes include equity exposure from WPZ and MC&O, and WPZ hedges
- Olefin volumes include equity exposure from MC&O

Sensitivity analysis



We make energy happen.™

Dollars in millions, except per unit increases

WMB Equity + Hedges

	Natural gas ¹ Per MMBtu	Processing margin ² Per gallon of NGLs
Increase	\$0.10	\$0.01
Balance 2012	~\$-6 MM	~\$4 MM
2013	~\$-13 MM	~\$9 MM
2014	~\$-13 MM	~\$7 MM

¹Assumes a non-correlated change in NG price (i.e. change in NG price only).

² Assumes a non-correlated change in NGL processing spread (i.e. change in NGL price only).



We make energy happen.™

WMB Non-GAAP Reconciliations

© 2012 The Williams Companies, Inc. All rights reserved.

WMB Non-GAAP Reconciliations



We make energy happen.™

WMB non-GAAP disclaimer

This presentation includes certain financial measures, adjusted segment profit, adjusted income from continuing operations "earnings" and adjusted earnings per share measures that are non-GAAP financial measures as defined under the rules of the Securities and Exchange Commission. Adjusted segment profit, adjusted earnings and adjusted earnings per share measures exclude items of income or loss that the company characterizes as unrepresentative of its ongoing operations. Such excluded items can be volatile due to changing market conditions, which are largely beyond our management's control.

Management believes these measures provide investors meaningful insight into the company's results from ongoing operations.

This presentation is accompanied by a reconciliation of these non-GAAP financial measures to their nearest GAAP financial measures. Management uses these financial measures because they are widely accepted financial indicators used by investors to compare a company's performance. In addition, management believes that these measures provide investors an enhanced perspective of the operating performance of the company and aid investor understanding. Neither adjusted segment profit, adjusted earnings nor adjusted earnings per share measures are intended to represent an alternative to segment profit, net income or earnings per share. They should not be considered in isolation or as substitutes for a measure of performance prepared in accordance with United States generally accepted accounting principles.

© 2012 The Williams Companies, Inc. All rights reserved.

Williams 2012 Analyst Day | May 22, 2012 | E - 2

WMB non-GAAP reconciliation schedule



We make energy happen.™

**Reconciliation of income (loss) from continuing operations attributable to
The Williams Companies, Inc. to adjusted income (unaudited)**

(Dollars in millions, except per-share amounts)	2011				
	1 st Qtr	2 nd Qtr	3 rd Qtr	4 th Qtr	Year
Income (loss) from continuing operations attributable to The Williams Companies, Inc. available to common stockholders	\$300	\$171	\$253	\$79	\$803
Income (loss) from continuing operations – diluted earnings per common share	\$0.50	\$0.29	\$0.43	\$0.13	\$1.34
Adjustments:					
Williams Partners					
Gain on sale of base gas from Hester storage field	\$(4)	\$–	\$–	\$–	\$(4)
Loss related to Eminence storage facility leak	4	3	6	2	15
Total Williams Partners adjustments	–	3	6	2	11
Midstream Canada & Olefins (MC&O)					
Gulf Liquids litigation contingency accrual reduction	–	–	–	(19)	(19)
Total Midstream Canada & Olefins adjustments	–	–	–	(19)	(19)
Other					
Gain from Venezuela investment	(11)	–	–	–	(11)
Total Other adjustments	(11)	–	–	–	(11)
Adjustments included in segment profit (loss)	(11)	3	6	(17)	(19)

WMB non-GAAP reconciliation schedule
(cont'd)

We make energy happen.™

**Reconciliation of income (loss) from continuing operations attributable to
The Williams Companies, Inc. to adjusted income (unaudited)**

(Dollars in millions, except per-share amounts)	2011				
	1 st Qtr	2 nd Qtr	3 rd Qtr	4 th Qtr	Year
Adjustments below segment profit (loss)					
Early debt retirement costs - Corporate	–	–	–	271	271
Gulf Liquids litigation contingency interest accrual reduction - MC&O	–	–	–	(14)	(14)
Gain from Venezuela investment - related interest - Other	–	–	–	–	–
Allocation of Williams Partners' adjustments to noncontrolling interests	–	(1)	(1)	(1)	(3)
	–	(1)	(1)	256	254
Total adjustments	(11)	2	5	239	235
Less tax effect for above items	4	(1)	(2)	(89)	(88)
Adjustments for tax-related items ¹	(124)	–	(72)	(15)	(216)
Adjusted income from continuing operations available to common stockholders	\$169	\$172	\$179	\$214	\$734
Adjusted diluted earnings per common share²	\$0.28	\$0.29	\$0.30	\$0.36	\$1.23
Weighted-average shares - diluted (thousands)	596,567	597,633	597,550	600,921	598,175

¹ The first, third and fourth quarters of 2011 include federal settlements and an international revised assessment. The third quarter of 2011 includes an adjustment to reverse taxes on undistributed earnings of certain foreign operations that are now considered permanently reinvested.

² Interest expense, net of tax, associated with our convertible debentures has been added back to *adjusted income from continuing operations available to common stockholders* to calculate *adjusted diluted earnings per common share*.

Note: The sum of earnings per share for the quarters may not equal the total earnings per share for the year due to changes in the weighted-average number of common shares outstanding.

Non-GAAP reconciliation schedule – adjusted segment profit (loss)



We make energy happen.™

Reconciliation of segment profit (loss) to adjusted segment profit (loss) – (unaudited)

(Dollars in millions)	2011				
	1 st Qtr	2 nd Qtr	3 rd Qtr	4 th Qtr	Year
Segment profit (loss):					
Williams Partners	\$437	\$471	\$471	\$517	\$1,896
Midstream Canada & Olefins	74	72	73	77	296
Other	20	2	1	1	24
Total segment profit (loss)	\$531	\$545	\$545	\$595	\$2,216
Adjustments:					
Williams Partners	\$-	\$3	\$6	\$2	\$11
Midstream Canada & Olefins	-	-	-	(19)	(19)
Other	(11)	-	-	-	(11)
Total segment adjustments	\$(11)	\$3	\$6	\$(17)	\$(19)
Adjusted segment profit (loss):					
Williams Partners	\$437	\$474	\$477	\$519	\$1,907
Midstream Canada & Olefins	74	72	73	58	277
Other	9	2	1	1	13
Total adjusted segment profit (loss)	\$520	\$548	\$551	\$578	\$2,197

Segment profit (loss) includes equity earnings (losses) and income (loss) from investments reported in investing income - net in the Consolidated Statement of Income. Equity earnings (losses) results from investments accounted for under the equity method. Income (loss) from investments results from the management of certain equity investments.

2012 forecast guidance – Reported to adjusted



We make energy happen.™

Dollars in millions, except per-share amounts	April 25 Guidance		
	Reported Low – High	Adjustment Items	Adjusted Low – High
Segment profit	\$2,077 – 2,702	(\$2)	\$2,075 – 2,700
Net interest expense	(480) – (500)	–	(480) – (500)
General corporate/other/rounding	(140) – (165)	(10)	(150) – (175)
Pretax income	1,457 – 2,037	(12)	1,445 – 2,025
Provision for income tax	(421) – (581)	(4)	(425) – (585)
Income from continuing operations	\$1,036 – 1,456	(\$16)	\$1,020 – 1,440
Net income attributable to non-controlling interests	(245) – (410)	(10)	(255) – (420)
Amounts attributable to Williams: Income from continuing operations	\$791 – 1,046	(\$26)	\$765 – 1,020
Diluted EPS	\$1.24 – 1.64		\$1.20 – 1.60

Segment profit guidance – Reported to adjusted



We make energy happen.™

Dollars in millions	2012 Guidance			2013 Guidance			2014 Guidance		
	Low	Midpoint	High	Low	Midpoint	High	Low	Midpoint	High
Reported segment profit:									
Williams Partners (WPZ)	\$1,729	\$1,974	\$2,219	\$2,025	\$2,275	\$2,525	\$2,125	\$2,400	\$2,675
Midstream Canada & Olefins	300	363	425	325	400	475	500	600	700
Other	48	53	58	–	–	–	–	–	–
Total Reported segment profit	2,077	2,390	2,702	2,350	2,675	3,000	2,625	3,000	3,375
Adjustments:									
Loss related to Eminence storage facility leak	1	1	1						
Acquisition Transaction Costs	50	50	50	–	–	–	–	–	–
Total Williams Partners Adjustments	51	51	51	–	–	–	–	–	–
Total Midstream Canada & Olefins Adjustments	–	–	–	–	–	–			
Gain from Venezuela investment	(53)	(53)	(53)						
Total "Other" Adjustments	(53)	(53)	(53)	–	–	–	–	–	–
Total Adjustments	(2)	(2)	(2)	–	–	–	–	–	–
Adjusted segment profit:									
Williams Partners (WPZ)	1,780	2,025	2,270	2,025	2,275	2,525	2,125	2,400	2,675
Midstream Canada & Olefins	300	363	425	325	400	475	500	600	700
Other	(5)	–	5	–	–	–	–	–	–
Total Adjusted segment profit	\$2,075	\$2,388	\$2,700	\$2,350	\$2,675	\$3,000	\$2,625	\$3,000	\$3,375

WMB 2012 schedule of adjustments



We make energy happen.™

Segment profit adjustments (\$ in millions)	
Williams Partners (WPZ)	
Acquisition transaction costs	\$50
Loss related to Eminence storage facility leak	1
Total Williams Partners adjustments	51
Midstream Canada & Olefins	
Total Midstream Canada & Olefins adjustments	–
Other	
Gain from Venezuela investment	(53)
Total Other adjustments	(53)
Adjustments included in segment profit (loss)	(\$2)
Adjustments below segment profit (loss)	
Gain from Venezuela investment – related interest – other	(10)
Allocation of Williams Partners' adjustments to noncontrolling interests	(10)
Total adjustments below segment profit	(20)
Total adjustments	(\$22)
Less tax effect for above items	(4)
Total adjustments after tax	(\$26)

Reconciliation of forecasted reported income from continuing operations to adjusted income from continuing operations



We make energy happen.™

Dollars in millions	2012 Guidance			2013 Guidance			2014 Guidance		
	Low	Midpoint	High	Low	Midpoint	High	Low	Midpoint	High
Reported Income from continuing operations	\$791	\$919	\$1,046	\$865	\$993	\$1,120	\$1,000	\$1,178	\$1,355
Adjustments – pretax	(22)	(22)	(22)	–	–	–	–	–	–
Less taxes	(4)	(4)	(4)	–	–	–	–	–	–
Adjustments – after tax	(26)	(26)	(26)	–	–	–	–	–	–
Adjusted income from continuing ops	\$765	\$893	\$1,020	\$865	\$993	\$1,120	\$1,000	\$1,178	\$1,355
Adjusted diluted EPS	\$1.20	\$1.40	\$1.60	\$1.35	\$1.55	\$1.75	\$1.55	\$1.83	\$2.10

Notes: All amounts attributable to Williams

© 2012 The Williams Companies, Inc. All rights reserved.

Williams 2012 Analyst Day | May 22, 2012 | E - 9



We make energy happen.™

WPZ Non-GAAP Reconciliations

WPZ non-GAAP disclaimer



We make energy happen.™

This presentation includes certain financial measures – Distributable Cash Flow, Cash Distribution Coverage Ratio and Adjusted Segment Profit - that are non-GAAP financial measures as defined under the rules of the Securities and Exchange Commission.

For Williams Partners L.P., Adjusted Segment Profit excludes items of income or loss that we characterize as unrepresentative of our ongoing operations. Management believes Adjusted Segment Profit provides investors meaningful insight into Williams Partners L.P.'s results from ongoing operations.

For Williams Partners L.P. we define Distributable Cash Flow as net income plus depreciation and amortization and cash distributions from our equity investments less our earnings from our equity investments, distributions to noncontrolling interests and maintenance capital expenditures. We also adjust for payments and/or reimbursements under omnibus agreements with Williams and certain other items.

For Williams Partners L.P. we also calculate the ratio of Distributable Cash Flow to the total cash distributed (Cash Distribution Coverage Ratio). This measure reflects the amount of Distributable Cash Flow relative to our cash distribution. We have also provided this ratio calculated using the most directly comparable GAAP measure, net income.

This presentation is accompanied by a reconciliation of these non-GAAP financial measures to their nearest GAAP financial measures. Management uses these financial measures because they are accepted financial indicators used by investors to compare company performance. In addition, management believes that these measures provide investors an enhanced perspective of the operating performance of the Partnership's assets and the cash that the business is generating. Neither Adjusted Segment Profit nor Distributable Cash Flow are intended to represent cash flows for the period, nor are they presented as an alternative to net income or cash flow from operations. They should not be considered in isolation or as substitutes for a measure of performance prepared in accordance with United States generally accepted accounting principles.

Reconciliation of Non-GAAP distributable cash flow to GAAP net income



We make energy happen.™

Williams Partners, L.P. – Reconciliation of Non-GAAP “Distributable Cash Flow” to GAAP “Net Income”

(Dollars in millions, except coverage ratios)	2011				
	1 st Qtr	2 nd Qtr	3 rd Qtr	4 th Qtr	Year
Net income	\$307	\$338	\$342	\$391	\$1,378
Depreciation and amortization	150	154	155	152	611
Non-cash amortization of debt issuance costs included in interest expense	5	5	3	4	17
Equity earnings from investments	(25)	(36)	(40)	(41)	(142)
Reimbursements (payments) from/(to) Williams under omnibus agreement	8	2	6	15	31
Maintenance capital expenditures	(34)	(106)	(148)	(126)	(414)
Distributable cash flow excluding equity investments	411	357	318	395	1,481
Plus: Equity investments cash distributions to Williams Partners L.P.	30	40	50	49	169
Distributable cash flow	\$441	\$397	\$368	\$444	\$1,650
Total cash distributed:	\$276	\$286	\$294	\$311	\$1,167
Coverage ratios:					
Distributable cash flow divided by total cash distributed	1.60	1.39	1.25	1.43	1.41
Net income divided by total cash distributed	1.11	1.18	1.16	1.26	1.18

Adjusted segment profit reconciliation



We make energy happen.™

Reconciliation of GAAP "Segment Profit" to Non-GAAP "Adjusted Segment Profit" (unaudited)

Dollars in millions	2011				
	1 st Qtr	2 nd Qtr	3 rd Qtr	4 th Qtr	Year
Gas pipeline	\$175	\$152	\$170	\$176	\$673
Midstream gas & liquids	262	319	301	341	1,223
Segment profit	\$437	\$471	\$471	\$517	\$1,896
Adjustments: Gas pipeline					
Loss related to Eminence storage facility leak	4	3	6	2	15
Gain on sale of base gas from Hester storage field	(4)	–	–	–	(4)
Total gas pipeline adjustments	–	3	6	2	11
Total adjustments included in segment profit	–	3	6	2	11
Adjusted segment profit	\$437	\$474	\$477	\$519	\$1,907

Net income & distributable cash flow



We make energy happen.™

Dollars in millions	2012 Guidance			2013 Guidance			2014 Guidance		
	Low	Midpoint	High	Low	Midpoint	High	Low	Midpoint	High
Net Income	\$1,190	\$1,415	\$1,640	\$1,455	\$1,693	\$1,930	\$1,480	\$1,720	\$1,960
D D & A	725	745	765	780	800	820	850	870	890
Maintenance Capex	(445)	(480)	(515)	(350)	(385)	(420)	(350)	(385)	(420)
Other / Rounding	45	45	45	40	43	45	70	70	70
Distributable Cash Flow	\$1,515	\$1,725	\$1,935	\$1,925	\$2,150	\$2,375	\$2,050	\$2,275	\$2,500
Cash Distributions ¹	\$1,514	\$1,518	\$1,521	\$1,748	\$1,778	\$1,808	\$1,993	\$2,054	\$2,114
Cash Distribution Coverage Ratio	1.00x	1.14x	1.27x	1.10x	1.21x	1.31x	1.03x	1.11x	1.18x
Net Income / Cash Distributions	0.79x	0.93x	1.08x	0.83x	0.95x	1.07x	0.74x	0.84x	0.93x

¹ Distributions in 2012 reflect quarterly increases of 1.0¢ in the low case, 1.5¢ in the midpoint case and 2.0¢ in the high case over the 1Q 2012 distribution of \$0.7775. In 2013-2014 distributions reflect quarterly increases of 1.5¢ in the low case, 2.0¢ in the midpoint case, and 2.5¢ in the high case. Distributions are paid in the quarter following the period in which they are earned. Thus, cash distributions here do not match cash distributions paid on the cash flow schedules.

Segment profit guidance – Reported to adjusted



We make energy happen.™

Dollars in millions	2012 Guidance			2013 Guidance			2014 Guidance		
	Low	Midpoint	High	Low	Midpoint	High	Low	Midpoint	High
Reported segment profit:									
Midstream	\$1,050	\$1,275	\$1,500	\$1,325	\$1,550	\$1,775	\$1,350	\$1,600	\$1,850
Gas Pipeline	679	699	719	700	725	750	775	800	825
Total Reported segment profit	1,729	1,974	2,219	2,025	2,275	2,525	2,125	2,400	2,675
Adjustments:									
Acquisition Transaction Costs	50	50	50	–	–	–	–	–	–
Total Adjustments – Midstream	50	50	50	–	–	–	–	–	–
Loss related to Eminence storage facility leak	1	1	1						
Total Adjustments – Gas Pipeline	1	1	1	–	–	–	–	–	–
Total Adjustments	51	51	51	–	–	–	–	–	–
Adjusted segment profit:									
Midstream	1,100	1,325	1,550	1,325	1,550	1,775	1,350	1,600	1,850
Gas Pipeline	680	700	720	700	725	750	775	800	825
Total Adjusted segment profit	\$1,780	\$2,025	\$2,270	\$2,025	\$2,275	\$2,525	\$2,125	\$2,400	\$2,675